

# SPY KIDS

SCREENPLAY

by

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1 EXT. CORTEZ HACIENDA - MAGIC 1

CARMEN CORTEZ, 9, sits in the bedroom window of a hacienda style home on an ocean cliff. Her gaze fixed on the world outside as MOM, (Ingrid), enters the room. \*

MOM

Carmen, Juni, time for bed.

2 INT. CHILDREN'S BEDROOM - NIGHT 2

A shared boy/girl room. An invisible line down the middle separates feminine furnishings from masculine. Carmen climbs into bed.

CARMEN

Bedtime story first.

MOM

What story do you want to hear?

CARMEN

The Two Spies Who Fell In Love.

MOM

I haven't told that one in years. You probably remember it better than I do. Want to hear a story, Juni?

JUNI, 6, stands on a stool in the adjoining bathroom. Even then he can only see himself in the mirror from the top of his head to the bottom of his nose.

JUNI

I'm listening.

Juni unwraps his fingers, then douses them with WART OFF. \*

Carmen props herself up in her bed for the story.

MOM

Once upon a time, there was a man and a woman.

CARMEN

And they were both spies.

MOM

(nods)

They were different sides of the same coin. Her from one country, him from another. And she had a very important mission assigned to her.

(CONTINUED)

CARMEN

He was her mission.

MOM

Correct. Her mission was to take him out.

CARMEN

On a date?

MOM

No. Take him out.

CARMEN

Oh you mean...

Carmen drags her finger across her neck.

BOTH

"Take him out."

MOM

I shouldn't be telling you this.

CARMEN

Go on.

MOM

You have to understand these were dark confusing times... an enormous amount of turmoil between countries.

\*

3 INT. INT'L. AIRPORT (BEDTIME STORY FLASHBACK) - DAY

3

\*

A landing plane flies over the glass covered ceiling of this airport lobby. We PAN DOWN and PUSH IN on someone reading a PARENTING magazine...

MOM (V.O.)

Out of fear a new kind of soldier was created. Brilliant, brave soldiers whose greatest weapons were their minds.

A sexy and deadly-looking WOMAN in a black dress and sunglasses, as ANGLE speeds to a halt tight on her face.

MOM (V.O.) (CONT'D)

Those men and women...

\*

The Woman holds the stare for a beat, then blows a bubble of pink chewing gum.

(CONTINUED)

3 CONTINUED:

3

MOM (V.O.) (CONT'D)

...were spies.

The Woman blows the bubble until it covers her face. And as it does, a group of POLICE OFFICERS walk past. Once they're gone, the gum bubble pops.

4 INT. INT'L AIRPORT ATRIUM - DAY

4

The Woman steps off a moving walkway. She's a knockout BLONDE until she passes a pillar. She comes out the other side a BRUNETTE while smoothly slipping a wig into her handbag. We realize this woman is MOM.

MOM

They were masters of disguise, they could sense danger a mile away... and through their work, wars were stopped before they ever started.

\*

\*

The Woman adjusts her shades. SUNGLASSES POV a black and white DIGITAL VIDEO IMAGE of the terminal. Cross-hairs and global positioning numbers scrolling by.

MOM (V.O.) (CONT'D)

And the only thing spies were truly afraid of... were other spies.

\*

The image ZOOMS IN on a dashing, mustached MAN IN BLACK. Greeting a CHAUFFEUR holding a sign: "HOMBRE."

\*

\*

MOM (V.O.) (CONT'D)

Enemy spies.

Mom lowers her sunglasses to get a clear look at him. He's more handsome than she expected.

MOM (V.O.) (CONT'D)

So sometimes one spy's mission was to make the enemy disappear.

As the Man strides by, Mom takes her gum and deftly flicks it beneath the Man's footfall. Mom adjusts her shades. In the B&W video image, there's now a tiny PINK TRACE left wherever the man steps. Like a trail of bread crumbs.

\*

MOM (V.O.) (CONT'D)

He was the assignment that changed her life.

5 INT. FIVE-STAR HOTEL LOBBY - DAY 5

Mom follows the Man through the lobby. The Man gets in an elevator with other GUESTS, the elevator beside opens. \*

6 INT. HOTEL ELEVATOR-LOBBY - DAY 6

Watching Man get in, Mom gets in and hits "Penthouse." \*

MOM (V.O.) \*

She was the greatest spy her nation had. \*

Mom turns her black jacket inside out. It's now red. She glances at the elevator lights. The elevator door slides open, and HE's standing there.

7 INT. HOTEL ELEVATOR-PENTHOUSE - DAY 7

CORTEZ reaches into her breast pocket and pulls out a foto. The foto is of him. Cortez reaches into his own jacket. Pulls out a foto of HER.

MOM (V.O.) \*

And he was the greatest spy his nation had. But when the moment finally came to carry out her mission... She couldn't go through with it. \*

They stare into each other's eyes. She smiles slightly. He smiles, pushes the "Lobby" button and waves goodbye. \*

8 INT. HOTEL ELEVATOR - DAY 8

Mom rides the elevator down.

CARMEN (V.O.)

Why not?

MOM (V.O.)

He was different from what she expected. Sure, he was charming and intelligent... But unexpectedly honorable. And it made her realize that years of working with detached emotions had taken its toll.

9 INT. FIVE- STAR HOTEL LOBBY - DAY 9

Mom floats through the lobby wearing a confused expression.

10 EXT. OUTDOOR CAFE - DAY 10

Mom and Cortez eat at separate tables.

(CONTINUED)

10 CONTINUED:

MOM (V.O.)

So they kept contact. A few lunch dates,  
very discreet. After all they were from  
different sides, and could never be seen  
together.

They eat alone at different tables in an outdoor open patio.  
They speak to each other through their wrist-watches.  
Sharing laughs. Toasting each other from across the patio  
without looking at each other. Enjoying their distant  
company.

MOM (V.O.) (CONT'D)

Dinner dates followed, all over the  
world, wherever their mutual travels took  
them.

11 EXT. EIFFEL TOWER - NIGHT

11

They stand at opposite ends of the sky deck, looking out over  
the romantic city below. Laughing and talking softly.

MOM (V.O.)

They fell in love. And decided that  
together they'd undertake the most  
dangerous mission of all.

CARMEN

What?

12 EXT. CLIFFSIDE HOUSE - DAY

12

A majestic mansion beside the ocean, bedecked for an outdoor  
wedding. GUESTS in tuxes and dresses mingle.

MOM (V.O.)

They decided to marry.

CARMEN (V.O.)

Wow.

MOM (V.O.)

Oh, yes. On her wedding day she felt  
like she'd rather brave a thousand deadly  
missions than go through what she was  
about to attempt.

13 EXT. CLIFFSIDE HOUSE GARDEN ROOM - DAY

13

The Woman paces a garden room. A DOORBELL rings and the  
Woman spins, breaking a nearby statue with a karate chop.

(CONTINUED)

CARMEN (V.O.)

Why's that?

MOM (V.O.)

Marriage is a mission so complex that only the most courageous, and slightly insane need apply.

The Wedding March begins. She places the statue's head on it's knees, straightens her wedding gown and marches outside.

14 EXT. CLIFFSIDE HOUSE - DAY

14

Someone motions for Mom to slow down. She poises herself. \*

MOM (V.O.) \*

There is such an amazing series of obstacles that one must navigate in order to keep a marriage together, much less a family... that it frightened even her: a hardened and experienced secret agent. \*

A majestic outdoor wedding, overlooking a cliffside into the ocean. At cliff's edge is the wedding dais. HE waits for her. Smiling. Standing beside him is his best man, ISIDOR MACHETE. (DONNAGON is also standing in wedding party) \*

MOM (V.O.) (CONT'D)

But when she saw him standing there, without any sign of doubt whatsoever... So assured of his decision, so enamored with what they were about to do - she took his hand - and looked deep into his eyes.

They share this amazing moment of absolute clarity.

MOM (V.O.) (CONT'D)

And said the two most dangerous, most trusting words you can say to anyone.

We see her mouth the words.

MOM (V.O.) (CONT'D)

She said...'I do.'

CARMEN (V.O.)

That's so cool.

The pages to the Pastor's Good Book are torn out in rapid succession by the gusts of wind.

(CONTINUED)

MOM (V.O.)  
Then the problems started.

15 EXT. CLIFFSIDE HOUSE - DAY

15

MILITARY CHOPPERS fly close overhead. (Donnagon disappears)  
Everyone scrambles as the wedding is overturned by the  
torrential winds. We see this accented in still B&W wedding  
fotos. Guests cover their faces with napkins while making  
their getaways.

MOM (V.O.)  
There was always some faction that wanted  
at least one of them gone. On their own,  
each agent was notorious. But  
together... they made tempting targets.

Mom uses the wedding cake knife to slice her dress all the  
way down so her legs are free to run. She grabs two small  
fanny packs, one black one white, from under the cake table  
and straps them on hers and her husband's back. They  
exchange a look, hold hands, and make a running leap off the  
huge cliff.

16 EXT. CLIFF-OCEAN - DAY

16

They appear to be falling thousands of feet.

MOM (V.O.)  
They knew that as long as they stayed  
agents, they would never be able to live  
a normal life.

Their fanny packs explode as red, heartshaped parachutes  
emerge - allowing them a graceful landing into a decorated  
speed boat.

The Pastor is getting roughed up at cliff's edge but manages  
to yell his pronouncement of "Man and Wife."

With a stunning sunset behind them, Donnagon drives the boat  
away as the Man and Woman kiss. Water BLASTS UP around them.

MOM (V.O.) (CONT'D)  
So they retired. Settled down, had a few  
kids.

We PULL BACK from the kiss, way back, and exit out of...

17 INT. CORTEZ HACIENDA

17

...THE EYE OF A BABY. A baby GIRL, gurgling happily in her crib. CLICK! Dad takes snapshots with a mini-spy camera as Mom beams.

18 INT. CHILDREN'S BEDROOM - NIGHT

18

Back to children's bedroom. Juni sits down on the bed with fresh finger bandages. He wears a FOGLIE T-SHIRT.

MOM

In a way they exchanged one life of adventure for another. Trading espionage for Parenthood: A compelling and mysterious mission in it's own right. And they were better off. The End.

CARMEN

No happily ever after?

MOM

I said they were better off.

CARMEN

We love that story, Mom. But maybe you should mix it up a little.

MOM

Mix it up?

CARMEN

You tell it the same way every time. You know... vary it a little.

\*

JUNI

It needs monsters.

MOM

Is that right...

She reaches for his bandages. He hides his hand.

MOM (CONT'D)

Do you want me to look at it?

JUNI

No. They're fine.

MOM

Hiding it isn't going to make it go away.

(CONTINUED)

JUNI

I put the medicine on.

Mom nods.

MOM

Goodnight, you two.

The door closes. We hear her walk down the hall.

CARMEN

RX Flight Simulator?

JUNI

Sure.

They pull up their game consoles and click on their bed frame monitors. An elaborate FLIGHT SIMULATOR GAME buzzes to life.

CARMEN

The first one to take off, break through the sound barrier, then land again wins.

JUNI

I don't know how to land.

CARMEN

Oh ho ho... you're toast.

\*  
\*  
\*  
\*

19 INT. PARENT'S BEDROOM - NIGHT

19

GREGORIO CORTEZ works in an elegant bedroom/office. He seems different sitting in front of a Hi Def Monitor. He's lost the mustache, his demeanor more tempered, less enigmatic. He even wears reading glasses. He's - shall I say? A normal Dad.

\*

DAD

What was the story tonight?

MOM

Ours.

DAD

How many nights, I wonder, do you send the children off to bed with nightmares?

MOM

They ask for the story. It's their favorite.

(CONTINUED)

DAD

That life is over now. We're consultants. Not spies.

Dad turns a key in a desk drawer, and suddenly the desk is in motion -- the stereo splits open to reveal a HDTV monitor, the family pictures scroll down in their frames to reveal flat-speakers, and a keyboard pivots up from the desktop.

MOM

I went to their school today, had that meeting with the principal. She asked me whether our daughter's health is improving.

(Dad frowns)

Turns out Carmen's been missing a day of school twice every month. She's been forging sick notes from us.

DAD

Our Carmen? Why?

MOM

I don't know. You know those school friends Juni talks about having?

DAD

Diego somebody? And Renaldo?

MOM

No such beasts. Turns out the boys his age pick on him. He has no friends.

DAD

It doesn't help that he has his head in the clouds. Making weird drawings and burying himself in that demented kid's show.

MOM

They're keeping secrets from us, Gregorio. And I think it's our fault. They've gotten that from us.

Mom opens a compact at her makeup mirror and suddenly the mirror becomes a HDTV monitor. She taps her password into her keyboard of locked-down makeup vials.

DAD

We have good reason to keep secrets. They don't.

(MORE)

(CONTINUED)

DAD (CONT'D)

If we told them who we were, they'd have  
visions of danger every time we leave the  
house. What I want to know is who's  
picking on our Juni.

MOM

We'll talk to them in the morning.

Code spills out across Dad's screen, along with the pictures  
of several SECRET AGENTS. Mom's chair glides over to Dad's.

MOM (CONT'D)

Speaking of secrets, what have you been  
working on over there?

Dad hits a key and the screen turns to TETRIS.

DAD

Nothing. Important.

Mom's eyes narrow.

20 INT. TRAINING ROOM - MORNING

20

Carmen, dressed in her SCHOOL UNIFORM, LEAPS onto a high set  
of parallel bars swinging quickly through a series of bizarre  
drills and exercises. She stops midway, because Juni is at a  
standstill.

CARMEN

You gonna hang there all day, scaredy  
cat? I told you not to look down.

We PULL BACK to reveal the extreme height they are at.

JUNI

I can't help it. I'm slipping.

He looks forward. The BARS seem to stretch on ENDLESSLY.

CARMEN

It's your butterfingers that are  
slipping.

He looks down. We see the ground PUSH away from his feet in  
classic VERTIGO style. We see his fingers slip to the tips.

She KICKS him. He FALLS...into a previously unseen net. He  
bounces onto the ground with a THUD. He tries to stand and  
hits his head. Carmen flips off the high bar and lands in  
front of DAD, sipping morning coffee.

(CONTINUED)

DAD  
You're supposed to help PUSH Juni.

CARMEN  
I pushed him.

DAD  
As in Challenge. Not sabotage.

CARMEN  
Can I go eat breakfast?

Dad checks his watch. Nods. She turns to Juni.

CARMEN (CONT'D)  
You just fell 1000 feet. You're a  
pancake.

JUNI  
Am not.

CARMEN  
Are too, pancake.

JUNI  
Don't call me names.

CARMEN  
(walking away)  
Pancake man.

He leaps up and throws a piece of equipment, which rockets  
past Carmen, breaking a large ceramic pot.

CARMEN (CONT'D)  
Butterfingers.

Juni heads for her but Dad GRABS him by the arm. Juni SPINS  
around, ready with a KARATE POSE. \*

DAD  
You have to rise to her challenge. Match  
wits. \*

Juni pulls away hard. Dad gets in BATTLE position. Juni  
STRIKES and Dad DEFLECTS. \*

DAD (CONT'D)  
That way you don't get picked on so much. \*

JUNI  
I don't get picked on. So much. \*

(CONTINUED)

STRIKE STRIKE. DEFLECT DEFLECT. Dad's arm smarts.

DAD

Look at your hands. Your fear manifests itself into that.

Juni stands down. He scratches at his bandaged hands.

JUNI

No it doesn't. My hands sweat too much.

Dad leans down.

DAD

You're standing in front of a door. Behind the door is everything you fear. You don't want to open it. But you have to, Juni. You have to open the door and face your fear. Only then can you overcome.

JUNI

So where's the door?

Dad points to Juni's head. Juni is too emotional.

DAD

Clean up and go to breakfast.

Juni bows and leaves. Dad rubs his sore arm.

21 INT. KITCHEN/BREAKFAST ROOM - MORNING

21

A half-depressed Mom makes smiley faced pancakes by adding fried egg eyes and bacon mouths. The kids come running in.

CARMEN

You're a total butterfingers.

JUNI

I am not.

CARMEN

Warty hands. FOoglie Freak.

MOM

Stop it, you two. What did I tell you about fighting?

CARMEN

(sitting down)  
Go for the carotid artery.

(CONTINUED)

MOM

I mean about fighting with each other.  
Don't do it!

Carmen looks down at her plate.

CARMEN

Feeling alright, Mom?

Mom realizes she absentmindedly set the bacon into frowns.

MOM

Oh. Sorry.

She turns the bacons up. Beaming.

CLOSE ON Carmen, taking in a bite of pancake drenched in syrup. Mom sits beside them sipping coffee, reading a digital newspaper. She eyes the children.

MOM (CONT'D)

Children? I have something important I  
need to ask you...

\*  
\*

The kids eat greedily. Mom's struggling with the BIG  
question. Just when we think she's going to ask it...

MOM (CONT'D)

What ingredients did I put in pancakes  
today? Can you tell?

Juni chews slowly, swishing pancakes around in his mouth.  
Carmen stabs a piece and swishes it.

CARMEN

Pecans.

JUNI

(another bite)

Nope. Walnuts.

MOM

It is walnuts.

(reading her digital newspaper)

What else?

22 INT. CORTEZ HACIENDA-FOYER - MORNING

22 \*

Dad is in the Foyer, getting a fax from Felix who's on the  
line. It's a picture of one of his agent buddies. MISSING.

DAD

When did this happen, Felix?

(CONTINUED)

The kids run past and get in the car.

DAD (CONT'D)

I don't know what they're going to do about it. I'll call you later.

23 EXT. CORTEZ HACIENDA - MORNING

23

Dad hands the fax to Mom as they get in the car.

MOM

Donnagon?

DAD

He's missing.

MOM

Is this what you were hiding from me last night?

DAD

Didn't want to worry you.

Mom studies the picture as they drive away.

24 INT. DAD'S CAR-ON THE ROAD - DAY

24

Mom, Dad and the kids drive to school. Juni turns on the TV built into the backseat. He flips past various shows featuring EXOTIC LOCALES and FEMALE HEROES.

CARMEN

Wait! There! That one! Stop! Go back!

25 INT. FLOOP'S STUDIO

25

He lands on images of a giant RAINBOW SLIDE in the sky come on. Some bizarro-looking creatures (FOOGLIES), are riding it and SINGING a wordless tune.

26 INT. DAD'S CAR-ON THE ROAD

26

JUNI

Floop's FOoglies is on.

Dad lowers his rear view mirror and spots Juni pulling out Floop FOogle action dolls from his backpack.

27 INT. FLOOP'S STUDIO

27

ON TELEVISION, the rainbow slide ends, and the FOoglies go falling off-screen.

(CONTINUED)

27 CONTINUED:

27

On a cloud sits a slim, colorfully-dressed kids' TV show host, FEGAN FLOOP. The FOoglies return to surround him.

FLOOP

So always remember, whatever you do,  
believe in yourself, your dreams will  
come true. For you. And you. And  
you...

28 INT. DAD'S CAR-ON THE ROAD

28

Dad clicks the TV off from the front. What little spirit  
Juni has is crushed.

DAD

Juni, why do you watch that show?

JUNI

Because it's cool. Why?

DAD

Because that's all you ever do. Play  
it's video games, watch it's tapes. You  
don't know why?

Juni shakes his head. Dad reaches back and takes a drawing  
from Juni.

CARMEN

What's that supposed to be? A self-  
portrait?

JUNI

(in Carmen's voice)

What's that supposed to be? A self-  
portrait?

CARMEN

Mom! He's mimicking me!

JUNI

Mom! He's mimicking me!

MOM

Carmen, leave your brother alone. Juni,  
stop talking like your sister.

Dad shows the drawing to Mom, as if saying "SEE?".

DAD

It's hideous.

MOM

Well... talk to him.

(CONTINUED)

JUNI

It's a FOogle idea. I designed it  
myself.

Dad ponders. Puts the drawing in his jacket.

DAD

(resigning)

You can watch your show. For now...

CARMEN

Oh brother...

Juni turns it back on. Glued to the tube. Mom is prodding  
Dad. He prods her back. They're having a silent struggle.

29-1 INT. FLOOP'S STUDIO - DAY

29-1 \*

FLOOP

Today we have a new character. We found  
him snooping around our castle last  
night. But he's a little lamb!

\*  
\*

29-2 INT. DAD'S CAR-ON THE ROAD

29-2

Dad clicks on a second monitor on the dash.

FLOOP

I'd like you all to meet DONNAMIGHT.

The TV camera ZOOMS IN on the new character.

Dad re-examines the faxed foto of DONNAGON. If Donnagon had  
been put through a genetic blender he might look like  
DONNAMIGHT, a hulking mass of distorted purple and yellow  
tissue.

FLOOP (CONT'D)

Come forth FOoglies. Show Donnarnight  
that a good little FOogle doesn't snoop.  
He explores, but he never, ever snoops.

\*

Dad looks to Mom who also sees the resemblance.

JUNI

Dad, when Floop makes a toy out of that  
one, I want it!

\*

Dad looks again at the TOY FOOGLE that Juni has in his hand.  
The camera ZOOMS IN slowly on Dad's eyes as his rear-view  
mirror slowly ZOOMS IN on the doll. Then... SCREECH!

\*  
\*  
\*

30-1 EXT. SCHOOL - DAY

30-1

Dad slams on the brakes. An elderly woman with a school crossing sign stands perplexed in front of him. School children walk in front of his now stopped vehicle.

MOM

We're here.

30-2 INT. DAD'S CAR - DAY

30-2

The kids gather their bags.

DAD

Hey, mijo. Anybody gives you a hard time in there, remember... you're a Cortez.

JUNI

What's so special about being a Cortez?

Dad turns but Juni is already gone. Door slams shut.

DAD

Lots of things.

Mom rolls down a window, trying to catch Carmen before she runs off--

MOM

Wait a sec, Carmen. Listen. I know sometimes school seems hard, or boring. But the things you learn today come back to benefit you when--

CARMEN

Yeah, Mom, whatever, gotta go--

Mom and Dad sit defeated. Dad checks his side view mirror and watches Juni shuffle toward school getting SHOVED by a BRAT, who laughs to his friends:

THE BRAT

Hey, it's The Mummy! Nice looking bandages, Mummy!

The car door opens and DAD steps out, walking behind Juni and the BRAT. Brat turns around. Cortez stops.

THE BRAT (CONT'D)

(waving)

Bye Dad!

The Brat's FATHER is behind Cortez.

(CONTINUED)

BRAT'S FATHER

Have a good day, son. Don't take any  
crap from anyone.

Cortez walks over to Brat's Dad. Brat's Father stares  
daggers through the smaller Cortez.

BRAT'S FATHER (CONT'D)

Can I help you with something, macho?

Cortez's eyes narrow. He steps forward. The Brat's Father  
lays a firm hand on Cortez's shoulder. Tries to, anyway.

31 EXT. SERIES OF QUICK SHOTS - DAY

31

Cortez grabs Brat's Father's hand and twists it around until  
he's facing the other way. Cortez swings around, FLINGING  
Brat's Father through a classroom window. All the STUDENTS  
out front CHEER. Juni looks at his Floop toys, drops them.  
Runs for Cortez who has his arms outstretched to his son. A  
wonderful moment that SLOWS to a triumphant crawl when...

32 EXT. SCHOOL-CUT BACK TO SCENE - DAY

32

BRAT'S FATHER

I said, can I help you with something  
there, chief?

Cortez snaps back to reality.

MOM

Gregorio...

She nods toward the school. Juni is by the entrance,  
watching. Cortez backs down. Juni lowers his head, shuffles  
away. Mom and Dad get back in car.

MOM (CONT'D)

No more secrets. Soon. Deal?

Dad checks the rearview. Juni gets picked on even more now.

DAD

Soon. Definitely soon.

33 EXT. SCHOOL-HALLWAY - DAY

33

KIDS scamper. Carmen walks a hall with her friend LETICIA.

CARMEN

I even have to share a room with him  
cause he's afraid of being alone.

(MORE)

(CONTINUED)

CARMEN (CONT'D)

Watch out for Juni, take care of Juni,  
show Juni right from wrong. I shouldn't  
be responsible for anybody but ME.

LETICIA

You're so right, Carmen.

Carmen passes right by Juni, sitting on a hallway bench. He  
fishes an action figure out of his backpack.

JUNI

What's so special about being a Cortez.

The action figure is a 5" tall FLOOP.

JUNI (CONT'D)

I wish I could go away to YOUR world,  
Floop. You'd be my friend.

34 EXT. FLOOP'S CASTLE - DAY

34

Our vantage SKIMMING above the water, rushing toward a rocky  
island outcrop, with a strange and ominous CASTLE KEEP, as if  
fashioned out of dark and dripping sand. We FLY UP to the  
warped window where...

35 INT. FLOOP'S CASTLE-GRAND ROOM - DAY

35

...TV host and technology developer MR. FLOOP stands, looking  
out at his view of the world. Floop's right hand, MINION,  
stands nearby, admiring the power LISP carries. Minion wears  
thick COKE BOTTLE glasses.

MR. LISP: a powerful, impatient, uncreative man, at wits  
end, addressing a gathered group of financiers/assorted bad  
guys.

LISP

I thank you all for attending today's  
demonstration. Year after year we pay  
outrageous sums of money to several  
inventors to come up with our  
technologies. Mr. Floop is one such  
visionary.

Floop wears a SINGLE BLACK GLOVE, he plays nervously with a  
ball of STRANGE CLAY.

LISP (CONT'D)

But his inventions are sometimes  
questionable, frivolous, costly. And  
therefore need to be evaluated. You  
promised us an army, Mr. Floop.

(MORE)

(CONTINUED)

LISP (CONT'D)

An army we could use to infiltrate the  
OSS and take back what is ours. But our  
first billion, bought us only this:

Lisp parades to Donnamight and other FOoglies around.

LISP (CONT'D)

Mutated secret agents. What happened?

FLOOP

The mutation process and brain wipe  
turned their minds to mush. I have found  
little use for them except as novelties  
on my... well, on my children's show.

LISP

Where undoubtedly another billion of our  
hard earned dollars met it's fate.

FLOOP

It's turned an amazing profit, what with  
video games, toys and merchandizing.

LISP

Small change. Not interested. And just  
what the devil are these... 'Fingermen.'

Lisp points to a hulking figure, dressed in black.

FLOOP

They're called "Thumb Thumbs." Very  
capable robots, but when I tried adding  
my own hand of creation into the process,  
they became-

Lisp tosses a book to the Thumb Thumb. Thumb Thumb drops it.

LISP

All thumbs. Useless! Why's he covered  
up?

FLOOP

He's shy.

Audience patience grows thin. Minion motions to Floop to  
straighten up and be strong. Floop takes the stage.

FLOOP (CONT'D)

Although discouraged by these past  
failures, your generous funding has aided  
me in creating the breakthrough in  
espionage and counterintelligence you  
have all been searching for.

(CONTINUED)

He motions to the murmuring audience.

FLOOP (CONT'D)

And the very reason I called you all here today. Please, a volunteer. Someone big.

Excited murmuring.

FLOOP (CONT'D)

I guess that means you, Mr. Lisp. Through that door, an awesome power will emerge. You will have but a moment to disarm it.

He turns Mr. Lisp slightly.

FLOOP (CONT'D)

In exactly ten seconds.

Floop backs away. Then backs away some more. So do the other spectators. Mr. Lisp stares at the door. He gets into position. Suspense.

FLOOP (CONT'D)

7, 5, 3, 1.

The door BURSTS open as a FAIR HAired CHILD sprints out with a staff. Lisp immediately begins to lower his stance.

LISP

Johnny...

The kid vaults over Lisp, then lands knocking Lisp's feet out from under him. The kid holds the staff to Lisp's throat.

FLOOP

You hesitated.

LISP

I had to. He's my son.

Floop smiles. Victory at last.

FLOOP

Are you sure?

Mr. Lisp examines more closely. "Johnny" has electric eyes.

FLOOP (CONT'D)

Actually he's my son. I mean, I designed him, I built him. His name is -

(MORE)

(CONTINUED)

FLOOP (CONT'D)

(reading nametag on back of neck)

X-52495, the second.

LISP

(getting up)

This is your big idea? This is what we've invested in? Robot kids that look like my children?

FLOOP

Oh, they won't all look like this.

Lisp is flipped expertly, landing again with a THUD. The one responsible is A ROBOTIC GIRL. This is Y-63985. Lisp double takes, recognizing her.

LISP

The President's daughter?

FLOOP

An *almost* exact replica. You see, Mr. Lisp, sometimes in order to think big you have to think small. After all, who would ever suspect... a child?

Scattered Laughter.

FLOOP (CONT'D)

Through physio-electrical imaging, I can make them look like anyone. Imagine replacing the children of the richest most powerful families. Where they can drain bank accounts, steal trade secrets.

X-5 Robot hands Mr. Lisp's wallet to Floop.

FLOOP (CONT'D)

(Thank you) The strength of an army, yet the cunning and intelligence of the greatest espionage agents... all rolled into tiny packages I call SPY KIDS.

Floop pulls out the cash and tosses him the empty wallet.

LISP

Tell me, Spy Kid, with your vast stores of knowledge, what are four of the five physiological indications that a human being is lying?

ROBOT LISP'S SON

Gib jub gub-gub glee. Wub wub mucky-mucky, hig wag bug-dug wob. Blehh.

(CONTINUED)

FLOOP

They're - not finished. Missing a crucial element.

\*

LISP

What?

FLOOP

Their brains.

\*

LISP

These buckets of bolts will never pass as CHILDREN! We have a schedule to keep, Floop! A window of opportunity that is closing! FAST!

\*

Floop wipes his brow with Lisp's money.

LISP (CONT'D)

We will be back to pick up our army in 2 DAYS, or I'll take whatever you DO have, cut our losses and lay your entire silly empire waste. No more TIME.

\*

\*

Lisp snatches the wax from Floop, crushing it in his hand.

\*

FLOOP

Help Mr. Lisp to his feet, children.

X5 and Y6 grab the protesting Lisp roughly. Minion rushes to Floop's side.

MINION

That was brilliant, sir.

We see the children in the background tossing Lisp into his constituents. The others back away from the terrorizing tots.

FLOOP

Thank you, Minion. Now all I have to do is make them work for real.

36 INT. CORTEZ HACIENDA-THROUGH THE HOUSE - LATE AFTERNOON

36

Dad storms through the house, searching, preparing.

MOM

You're going where?

DAD

On assignment. Several OSS agents are missing. Including Donnagon.

(MORE)

\*

\*

\*

(CONTINUED)

DAD (CONT'D)

No ransom, no demands. They just disappeared. OSS has got a lead on them, they want me to follow it.

Dad tears through chests of drawers.

MOM

You can't be serious.

DAD

Where are my global positioning cufflinks?

MOM

After 9 years you're accepting an assignment? Why?

DAD

In a word? Devlin.

MOM

Devlin himself called?

DAD

He called, asked me to go in.

MOM

Well. I'm going with you.

Dad lifts a metal SPHERE off his desk. A paperweight.

DAD

Ingrid, you're always looking to go on another mission. We have children now. Responsibilities. We can't both leave.

She nears him, pleading.

MOM

I want to go on an adventure, I want to save the world.

DAD

Again? Honey, it's old. If it wasn't for Donnagon and the other agents I would be turning this mission down myself.

MOM

You're gonna turn me down? Spy boy?

She pours on the sexy double agent charm. The Sphere RELEASES several SPIKES. Startled, Dad resets it. Places it gingerly in his jacket pocket. They're getting close to each other. About to climb on the table, when...

(CONTINUED)

DAD

What about the children?

CUT TO:

37 INT. KITCHEN/BREAKFAST ROOM - LATE AFTERNOON

37

The kitchen door opens and FELIX CORTEZ stands in the doorway with bags of groceries.

CARMEN/JUNI

UNCLE FELIX!

FELIX

Hey, churros. Take the bags, eh? Last time I saw you two, you were THIS tall.

He holds his hand up high. The kids take the bags from him.

FELIX (CONT'D)

You're shrinking.

MOM

Thanks for coming in on short notice, Felix.

FELIX

Hey, that's what family's for, right? That's what I hear anyway.

Felix winks.

MOM

We shouldn't be gone more than a day or two.

FELIX

Hey, take a week.

CARMEN

Where are you going?

Juni looks at Mom as well. Even Felix can't help but stare, wondering what she'll say. Mom hugs them both, swelling with emotion.

MOM

I have something I need to tell you...

Felix steps back a bit as Mom struggles. Too much.

MOM (CONT'D)

Your aunt... is sick. She's... very ill.

(CONTINUED)

CARMEN

Oh.

(beat)

We have an aunt?

MOM

Well. Yes. Your Aunt...

FELIX

Gradenko.

MOM

Gradenko. Poor Aunt Gradenko.

JUNI

(to Felix)

Can we stay up late again watching movies  
and eating caramel popcorn?

FELIX

Check the top bag.

Juni pulls out caramel popcorn boxes.

JUNI

Bingo.

FELIX

Hey, who's your uncle?

JUNI/CARMEN

YOU ARE!

Felix waves at Mom, who slowly backs out of the room.

38 INT. CORTEZ GARAGE - DUSK

38

Dad, preparing the car, glimpses a black cat suit in his side view mirror. He stands abruptly to the sight of MOM, decked out in her best spy outfit. Stunning. He removes his glasses and pastes on his old FAKE MOUSTACHE. She smiles.

MOM

Do I know you?

Dad stands away from his car and clicks his keys. The door swings open on it's own. Mom gets in.

MOM (CONT'D)

This all seems...

DAD

Like old times?

(CONTINUED)

MOM

More like half baked.

DAD

Find missing agents. What's half baked about that?

Mom is having a hard time hiding her building enthusiasm.

MOM

Can't believe we're doing this.

DAD

Neither can I.

The car screams out the driveway CRUSHING Juni's BIG WHEEL. \*

MOM \*

Half baked. \*

DAD \*

I'll buy him a new one when we get back. \*

They blaze down the street, spitting out big wheel pieces. \*

39 INT. PARENTS CAR - DUSK

39

Mom and Dad blaze down a road. From the outside it looks like a normal couple driving a car. But INSIDE is a complete Multi Media Office on Wheels. Mom examines information using SPY NET on one screen, cross-references missing agents on another while talking on speaker phone to headquarters. One screen has the evening news. \*

Mom sings to herself. \*

MOM \*

S414 to Santa Cecilia, over... Agents Ingrid and Gregorio Cortez, en route. \*

Dad looks in the rear view. A face appears. MS. GRADENKO. \*

GRADENKO

Well. It's good to hear those names again.

DAD

Good evening, Ms. Gradenko.

GRADENKO

Welcome back, Greg.

Mom turns the mirror to herself.

(CONTINUED)

GRADENKO (CONT'D)  
(an envious trace)  
And... Mrs. Cortez.

MOM  
Updates.

GRADENKO  
Being loaded into your central, now.

DAD  
Scan the area.

Mom hits the scanner and gives it an eye sweep. A car in front of them is going slow.

MOM  
Clear. Except for the slow guy in front.

DAD  
Sunday drivers.

Mom braces herself.

40 EXT. OCEAN 40

They drive off the roadside and sail into the ocean below.

41 INT. SUB-UNDERWATER - EVENING 41

Once under water, the car transforms into a sub.

MOM  
He'll be reporting an accident right about now. I'll intercept the call...

GRADENKO  
Devlin asked me to give you a message.

DAD  
Which is?

GRADENKO  
Welcome back.

Mom clasps Dad's hand. Dad seems a little uneasy.

MOM  
Tell Devlin it's good to be back.

The Car navigates the beautiful, vast underwater world.

42      INT.    SUB-UNDERWATER - EARLY MORNING

42

The Car rises between a huge crevice to receive signals. Mom picks up the phone.

MOM

Why don't we call them. They'll be getting up for school soon. They should know what we're up to...

Dad hangs up the phone.

DAD

It'll just worry them unnecessarily.

Mom smiles faintly. Dad takes Juni's DRAWING. Examines it.

MOM

Our first time out in nearly a decade and all we can talk about are the children.

Dad puts the drawing in his JACKET. Gradenko appears.

DAD

Ten kilometers out, depth at twelve fathoms. When should we expect the rendezvous?

GRADENKO

You'll see OSS escort agents in...

(a burst of STATIC)

Watch for sonar code delta-bravo-bravo...

The IMAGE suddenly hits interference.

DAD

Repeat rendezvous point, over.

Dad scans different frequencies, but Gradenko's disappeared. In her place, an image of a day-glo AQUARIUM fills the screen, with discordant CARNIVAL MUSIC.

VOICE

Believe in yourself, and your dreams will come true.

MOM

We're picking up... a TV satellite?

VOICE

For you, and you, and YOU: Gregorio and Ingrid Cortez.

(CONTINUED)

SUDDENLY, ON SCREEN -

Floop rises into view, arms folded.

DAD

Where do I know him from?

FLOOP

Thank you for tuning in. I believe you have something that I want.

MOM

We've got a follower.

A small vehicle speeds behind them. Dad hits the gas. They fly forward through crevices and overhangs.

Floop SINGS a HYPNOTIC ARIA, creepy, diabolical as the colors of his show grow DARKER and more DERANGED.

They've been chased right into the clutches of a larger ship, a massive ten-story SUBMARINE, facing down the tiny Spymobile. A huge "F" emblazoned on its ominous bow. And this time, there will be no escape.

DAD

They got us.

BLINDING LIGHT streams through their windshield!

43 INT. CORTEZ HACIENDA-KITCHEN/BREAKFAST ROOM/STUDY - MORNING 43

Juni is drawing weird trees. Carmen's eating THUMB THUMB CEREAL. Both dressed in their school uniforms. Felix is in the adjoining study, asleep, having been watching TV all night. His TV suddenly flashes RED ALERT.

CARMEN

Trees are green, Juni.

JUNI

Not always.

CARMEN

Sure, not the ones from your planet...

SNAP. The pen tip breaks off.

JUNI

Sorry.

CARMEN

Told ya you'd break my marker.

(CONTINUED)

She tosses food at him. An alarm goes off. \*

Felix nods awake and sees the giant RED ALERT on the TV. \*  
Juni notices a RED ALERT on the microwave near him. \*

CARMEN (CONT'D) \*

What did you do? \*

Felix checks his watch: RED ALERT. The clock beside him. \*  
Same thing. Felix uses the remote to un-MUTE the TV. The \*  
same shrieking alarm sound blares through the TV speakers. \*

FELIX \*

Oh my God!

JUNI

Is this a fire drill?

CARMEN

Oh great. When was the last time we did \*  
a fire drill? I was like... 5. \*

Felix SKIDS to the table with a backpack on. He carries two  
backpacks for the kids and drops them on the table.

FELIX

Put these on. Quickly, there's no time  
to...

The alarm and TV SIGNAL cut OFF. The TV displays the outdoor  
surveillance cameras. Cars pull up. We hear a helicopter.

FELIX (CONT'D)

Follow me. \*

44 INT. CORTEZ HACIENDA-HALLWAY

44

They jog down the hallway with their gear.

FELIX

There's a lot for you to know, and little  
time to explain.

CARMEN

Uncle Felix!

FELIX \*

The first of which is...  
(removes moustache)  
I'm not your Uncle.

Carmen stops.

(CONTINUED)

FELIX (CONT'D)

Listen to me. Your parents are international spies. Good ones. They've been mostly inactive for the past 9 years.

CARMEN

What are you talking about?

FELIX

I was assigned to protect your family. But something's gone wrong. I have to take you to the safehouse.

CARMEN

A safe what? Why?

FELIX

Because whoever's responsible is coming for you next. \*

He tosses books from a bookcase, revealing a small safe door. He starts opening it with a combination across his watch.

CARMEN

(still processing)

My parents can't be spies. They're not cool enough to be spies.

The little safe opens, revealing a DOORKNOB. When the doorknob turns the whole BOOKSHELF opens like a door.

JUNI

That's cool.

Felix pushes them into the dark hallway. \*

The hallway lights up once the door has been closed behind them.

CARMEN

How are they getting back?

FELIX

They're not. I'll have to go for them myself. \*

CLOSE ON a LOCATING DEVICE in Felix's hands. \*

FELIX (CONT'D) \*

According to the coordinates on my locating device - they're either being taken to Asia.

(MORE)

(CONTINUED)

44 CONTINUED: (2)

44

FELIX (CONT'D)  
(turns it sideways)  
Or South America.

45 INT. CORTEZ HACIENDA-HALLWAY-POD BAY

45

At the end of the hallway is a closet door. He opens it.

FELIX  
Wait in there. I'll be right back!

He drops the locating device into his satchel and puts it outside the closet. Juni straps his satchel on. The weight of it takes him to the ground. His arms and feet point up.

CARMEN  
And if you're not?

FELIX  
(running)  
Push the blue button to seal the door,  
then hit the green button to go.

Felix dashes out the bookcase, closing it behind him.

JUNI  
Is this a joke?

CARMEN  
I don't think so.

Juni grabs Carmen's hand to pull himself up. She pulls away.

CARMEN (CONT'D)  
Get your warts off me.

46 INT. CORTEZ HACIENDA-STUDY

46

Felix pastes his moustache back on as he rifles through the study. He mumbles to himself in spytalk: "Bitmaps Bitmaps..." \*

A SHAPE BREAKS a nearby window. Four more windows break inward. Felix fumbles around. \*

47 INT. CORTEZ HACIENDA-POD BAY

47 \*

The children wait in the closet anxiously. They hear distant yelling, roaring copters and glass breaking.

Juni pushes some of the clothes aside.

JUNI  
Carmen, look.

(CONTINUED)

On the other side of the clothes is a POD. Carmen enters. \*

A monitor lights up. They can see that Felix is surrounded.

JUNI (CONT'D) \*

Look out , Felix! \*

Felix dispatches the Shapes quickly and efficiently. The kids cheer him on from the Pod. Felix runs up to the camera. \*

FELIX

You'll have to go to the safehouse without me! Go NOW. \*

The door behind Felix bursts open. \*

FELIX (CONT'D) \*

Find the OSS. Tell them the THIRD BRAIN lives! You're our only hope! You must find your parents before... \*

The screen turns to STATIC as he's overtaken by Shapes. \*

CARMEN \*

Press the blue and green buttons.

JUNI

We can't leave Felix behind.

The BOOKCASE to the tunnel CRASHES OPEN. Several black clad Shapes RACE DOWN THE TUNNEL towards them. \*

CARMEN

Yes we can! Blue to close, then Green to go! Quick! \*

Juni searches for the buttons as Carmen leaps outside to grab Felix's satchel. The LOCATOR DEVICE falls out. She grabs it and dives back into the closet. \*

Juni sees a flashing GREEN light.

JUNI

Green button! Here it is!

He pushes the GREEN button. Carmen tears through the clothes.

CARMEN

No! Blue button first!

48      INT. POD

48      \*

The pod SHOOTs OFF like a ROCKET. One black-clad Shape LEAPS into the pod as it blasts through the launching tunnel.

CARMEN

You never do ANYTHING right, Juni! Blue then green! We gotta seal the door!

JUNI

I can't find the BLUE.

The Shape claws his way in. Carmen sees the BLUE BUTTON near the hand of the Shape. She lets go of her hold, slides down and kicks the button with one foot and the Shape's hand with the other. The Shape somersaults out.

CARMEN

Hang on!

49      EXT. CLIFF-POD IN AIR - DAY

49

The Pod BURSTS out the end of the tunnel, and out the side of the cliff. The POD is AIRBORNE, landing HARD on the water.

50      EXT. OCEAN-POD ON WATER - DAY

50

The Pod FLOATS! Behind them near a cove are more SHAPES manning speed boats. The Pod REVS UP, churning the water around it as it pushes off with awesome force. The Shapes in the speed boats give chase. The top window to the Pod opens as if it were a sun roof of a car. The kids peer out.

JUNI

What are you doing?

CARMEN

Nothing! It's driving itself.

The boats are gaining.

JUNI

They're catching up!

Juni grabs the wheel.

CARMEN

Don't touch anything!

COMPUTER VOICE (V.O.)

Manual override engaged.

(CONTINUED)

50 CONTINUED;

50

They rock back and forth and almost hit a FISHING BOAT.  
Carmen pushes Juni out of the way and takes control.

\*

CARMEN

You idiot, you switched it to manual!

51 EXT. OCEAN-POD ON WATER - DAY

51

They do a 360 and they LEAP FROG OVER the same FISHING BOAT.  
The speed boats then CRASH THROUGH the FISHING BOAT.

CARMEN

It was programmed to take us to the  
safehouse!

He slaps her arm. She swats the back of his head.

JUNI

How do you put it back?

CARMEN

Back to what?

JUNI

Autopilot!

COMPUTER VOICE (V.O.)

Autopilot re-engaged.

Pod suddenly SPEEDS UP heading STRAIGHT FOR AN ISLAND REEF.

JUNI

It's doing this on PURPOSE?

As they get closer to the island, the doors to the Pod close.

CARMEN

Duck, stupid.

She shoves him inside. The lid closes over their heads as  
the Pod slips under water.

The Shapes abandon ship as they CRASH into the island.

52 INT. POD-UNDERWATER TUNNEL - DAY

52

\*

Underwater, we see the Pod blasting through a natural  
UNDERWATER TUNNEL in the island reef. They get away.

JUNI

Well, that was intense.

(CONTINUED)

52 CONTINUED:

52

A digital map shows their destination and distance. A warm, soothing light pulses as the computer speaks. \*

COMPUTER VOICE (V.O.)

Welcome, to the N-I-X SuperGuppy.

The Pod pilots itself through the murky waters. \*

53 EXT. FLOOP'S CASTLE - MORNING

53

High security transfer from SUB to Floop's CASTLE. Mom and Dad are heavily bound. Looks like they've put up quite a struggle. They are surrounded by SHAPES, taking them up an underwater elevator made of clear tubing. Fish swirl around them. Mom eyes the masked Shapes that are stripping them of their possessions, including a folded up piece of paper: Juni's drawing. They toss it amongst the other belongings.

MOM

Why don't you guys lose the grim reaper masks. We're all friends here.

The SHAPES take off their masks. They're THUMBS.

MOM (CONT'D)

Never mind.

54 INT. FLOOP'S CASTLE-DUNGEON HALLWAY - MORNING

54

Mom and Dad are lead down a long hallway, flanked by Thumb Thumbs. They pass a few cages holding the FOogle characters from Floop's TV show. Dad slows down when he sees DONNAMIGHT pacing his cell. But the Thumb Thumbs push him ahead. A CERAMIC EYE inset in the wall tracks them as they pass.

55 INT. FLOOP'S CASTLE-CONTROL ROOM - MORNING

55

Floop is sitting in his MONITOR CONSOLE. He and Minion watch Mom and Dad transferred into their dungeon cell on the monitors. \*

FLOOP

He's too dangerous to trust. I doubt he'll even cooperate.

Floop is sculpting something in wax.

MINION

Probably not at first. It's interesting, Cortez is the only agent I know of that never had a weakness. But times change. And now, he has three. \*

(CONTINUED)

The monitor shows a CLOSEUP of Dad. Floop holds up the wax. He has sculpted Dad's face exactly.

MINION (CONT'D)

You're an absolute genius, have I told you that, sir?

FLOOP

(nods politely)

Many times, Minion. Many times.

56-1 INT. POD-UNDERWATER - MORNING

56-1

The Pod cuts through the murky waters.

Juni pushes a button on his console.

CARMEN

Don't touch anything!

Too late. The front of the Pod suddenly SLIDES open, revealing a huge GLASS VIEWING DOME. They see the ocean laid out before them. Beautiful. Stunning. The children gaze at the FISH bumping into their window as they cut through.

CARMEN (CONT'D)

Juni, close your eyes.

He covers them. Then asks:

JUNI

Why?

CARMEN

Just keep 'em shut, alright?

The Pod cuts past a sunken NAVY BOAT. What we see coming right past view port are 30 hungry SHARKS. All circling the sunken ship. The Pod cuts through them. Once they're past...

CARMEN (CONT'D)

Okay, you can open them.

JUNI

Thanks.

CARMEN

I just don't want you crying all over me.

Carmen presses a button on her console that says PLAY. A video message of DAD appears on an overhead monitor.

56-2 INT. PARENT'S BEDROOM

56-2

Mom and Dad record a video.

DAD

Hello children. If you're watching this, it means that something has happened to your mother, myself, or to both of us. See, life is full of choices... and sometimes things end up going unsaid... what we're trying to say is...

\*

\*

Mom joins Dad onscreen.

MOM

We are secret agents of the OSS. We once lived lives of danger, and if you're watching this, it means that danger has returned.

JUNI

(leaning into Carmen)

No kidding.

MOM

Do as Felix asks. Felix is there to help you, and with his help, hopefully soon we'll be together again.

DAD

Don't be afraid, Juni. And Carmen... you're responsible for your brother now.

CARMEN

Oh great.

DAD

We're counting on you. See you soon.

Mom reaches her fist toward camera, and so does Dad, as they turn their silver WEDDING BANDS around to reveal "O.S.S." emblazoned on the other side. Their hands clasp.

\*

56-3 INT. POD - DAY

56-3

Juni stays watching the now blank screen.

JUNI

We're never gonna see them again, are we?

Carmen puts her head back against the seat.

56-4 INT. POD - DAY

56-4 \*

DISSOLVING IMAGES show the passing of time during the journey. The kids taking a nap. Waking, using the microwave.

57-1 EXT. OCEAN-SAFEHOUSE - DAY

57-1 \*

The Pod slowly begins to rise, breaking surface. It skims towards a shack isolated on a foliage-covered island.

57-2 INT. POD - DAY

57-2

CARMEN

That's a safehouse?

JUNI

Doesn't look very safe.

COMPUTER VOICE (V.O.)

Sanctuary is clear for Arrival.

58 EXT. SAFEHOUSE ISLAND - DAY

58

The Pod Craft breaks the waves, emerging before a small island, with rock formations and sparse vegetation. There's a tin-and-wood SHACK against the side of the slope.

59 EXT. SAFEHOUSE - DAY

59

They step to the door, which has no hinges or knobs. And are suddenly startled by--

MECHANIZED VOICE (V.O.)

Name.

CARMEN

Carmen Cortez.

MECHANIZED VOICE (V.O.)

Your full name.

CARMEN

Carmen Elizabeth Cortez.

MECHANIZED VOICE (V.O.)

Your FULL NAME.

She exchanges looks with Juni.

CARMEN

I don't use my FULL name. It's too long.

(CONTINUED)

MECHANIZED VOICE (V.O.)  
Your full name, please.

Carmen sighs. Here it goes.

CARMEN  
Carmen Elizabeth Juanita Echo Sky Brava  
Cortez. Happy?

The door unseals itself. Carmen and Juni enter and walk into the main room of the safehouse.

60 INT. SAFEHOUSE - DAY

60

CARMEN  
(insulted)  
My name is a passcode...

As LIGHTS come on to reveal the space: a high-tech command center, built beneath the mountain. Comm equipment, storage lockers and metal cabinets. Beyond is a TUNNEL SHAFT accessing a natural volcanic cavern. The kids are stunned.

CARMEN (CONT'D)  
I get the big bed.

Carmen begins EXPLORING. Juni examines a DROID looking shape on a table. He pulls a cover off a stack near it, unveiling 8 other little DROIDS. Across the Droids's midsection, etched in the metal, is a name: MACHETE BuddyPackTM.

Carmen opens up the cupboards. No food. The fridge. Nothing.

CARMEN (CONT'D)  
How safe is a safehouse if there's  
nothing to eat?

She closes the door. Hears a shifting sound from within. She re-opens the doors of the cupboard. IT'S FULL OF FOOD. She grabs a red and yellow freeze dry package and tosses it in a REHYDRATOR.

Atop a shelf-pedestal of computer disks is a FAMILY PHOTO. Juni sits cross-legged in front of it. He reaches into his pocket and pulls out a small silver wrapped pack of freeze dry. He eats it like peanut brittle.

Carmen is pouring herself a soft drink from the tap. The Rehydrator beeps. She opens it and pulls out a steaming tray.

Carmen brings over a burger and fries for Juni on a tray.

(CONTINUED)

CARMEN (CONT'D)

Check it out. Mickey D's.

Juni doesn't respond.

CARMEN (CONT'D)

Thank you, Carmen!

She notices he's fixated on the photo. Carmen sits beside him.

CARMEN (CONT'D)

We'll see them again. Just like they said.

JUNI

Oh, so this time we're supposed to believe them?

Carmen stares at the photo herself. Then turns it FACE-DOWN.

61 INT. FLOOP'S CASTLE-DUNGEON - DAY

61

Mom and Dad. Bound to a strange looping chair, forced to face away from one another.

MOM

Don't be worrying about the children...

DAD

They're still in diapers.

MOM

Only one wears diapers, and only at night. No big deal.

DAD

This is why I never wanted to go on another mission.

MOM

You're blaming me for that? An hour ago you were happy to be back in the game!

DAD

An hour ago I was not a prisoner of war!

MOM

So we're rusty. Look, it's one way to find out who's behind this. If I can just get the right pressure--

(CONTINUED)

61 CONTINUED:

61

Mom is twisting her bound wrists, and finally there's a CLICK. A RED LASER BEAM shoots out of her fingernail, BURNING through the ropes. The ropes split, Mom leaps up--

MOM (CONT'D)

She's still got it.

62 INT. FLOOP'S CASTLE-DUNGEON HALLWAY - MOMENTS LATER

62 \*

Dad uses a thin metal tool embedded in his mustache to pick the cell's lock. The door swings open. Mom and Dad peer into the hallway. No guards. Dad walks through the door. Holds his hand out to her. Mom joins him.

They walk through the dungeon. The other cages, once occupied by the FOoglies, are now empty.

DAD

Maybe they realized who we were and gave up.

They cross up a flight of stairs. They enter a long hallway.

63 INT. FLOOP'S CASTLE-CHASM HALLWAY

63

Suddenly the floor HUMS beneath their feet and separates down the middle. Revealing a BOTTOMLESS CHASM. Dad and Mom are caught on opposite sides of the retracting floor!

MOM

Remember when we could sense danger a mile away?

DAD

Those were the days.

Dad drops back a bit to get a running start.

MOM

Sweetheart...

Dad bravely LEAPS but the floor opens more. The chasm's now TWELVE FEET WIDE. IT'S AN IMPOSSIBLE JUMP FOR DAD.

MOM (CONT'D)

NO!

Dad SLAMS down atop the yawning chasm, as if suspended. At first dazed, he raps his knuckles against the "chasm". It's solid floor. The pit is an ILLUSION.

DAD

Clever.

(CONTINUED)

63 CONTINUED:

63

They continue on. Cautiously.

MOM

Where are we?

Dad removes his shoe and puts his hand in it. He smashes it through a small porthole sized stained glass window to the outside. \*

DAD

I'll take a look.

He pokes his head through.

64 EXT. FLOOP'S CASTLE - DAY

64

OUTSIDE VIEW of his HEAD peeking out a small window of the castle. The view PULLS BACK to show the scale of the Building and his TINY HEAD in comparison.

MOM

Watch it, dear.

65 INT. FLOOP'S CASTLE-HALLWAY - DAY

65

Mom pulls him out. Fast. Several spikey security bars SLAM down to seal the window, almost lobbing off Dad's head.

DAD

Gotta give him points for imagination.

MOM

More than most of our adversaries. Any of them, actually.

Mom and Dad freeze at the rhythmic sound of SNAPPING FINGERS. They jump to a shadowed area and feel around for an open door. They open a SIGNED DOOR and duck inside. We read the sign when the door is closed. VIRTUAL ROOM.

66 INT. FLOOP'S CASTLE-VIRTUAL ROOM - DAY

66

They close the door behind them, then drop their jaws at the sight ahead. The room is something out of Dr. Seuss's nightmares. It SPINS AROUND with fantastic UPSIDE DOWN LANDSCAPES and BLINDING COLORS. Mom and Dad try to leave, but the entrance is gone.

They run deeper into the room. The landscape keeps CHANGING, from a WIND SWEEPED DESERT to LUSH GARDENS. Now they are running along a CLOUD BANK, with the SUN setting far ahead.

(CONTINUED)

66 CONTINUED:

66

DAD

Very clever. Very...

They stop, realizing they shouldn't be able to walk on clouds. They can't. They fall right through.

67 INT. FLOOP'S CASTLE-GRAND ROOM - DAY

67 \*

Mom and Dad fall out of a trap door, landing directly onto the banquet table in an appointed room, at which Floop lounges at the head. Floop lazily clicks a stopwatch.

FLOOP

Fifteen minutes to escape. With your reputations, I was expecting something a little more impressive.

(sighs, shakes head)

Finally we can eat.

\*

Mom and Dad blink, understandably stunned.

68 INT. SAFEHOUSE - DAY

68

Juni is dressing himself in a black military suit. Carmen is also wearing her jumpsuit. They've clearly been rummaging through gadgets, which are laid out all over the table. Taking INVENTORY. Carmen reads from a small black leather book.: HOW TO BE A SPY.

CARMEN

How to be a Spy. Author, unknown. A good spy uses...

Juni straps on a watch and inserts an earpiece in his ear. He speaks into the watch.

JUNI

Testing one two...

A loud FEEDBACK shriek is heard. Carmen rips her earplug out.

CARMEN

OUCH! You're too close! It's for long distance communication, genius. A good spy uses his head. Got that? First one in the book.

Juni slips sunglasses on. We are in Juni's POV.

JUNI

Ew, Gross!.

(CONTINUED)

CARMEN

What do you see?

JUNI

You.

CARMEN

Very funny. Focus your eyes closer. On the glasses themselves.

The focus shifts from Carmen to something closer than her. She hits a button on the watch. A computer screen comes into focus in the glasses. Juni is won over by the readouts.

JUNI

Whoa! Maps and readouts.

CARMEN

That's the computer screen. It's a database of some kind. Don't move your eyes too much or you'll get a splitting headache.

Carmen finds a photo album with B&W WEDDING PHOTOS.

CARMEN (CONT'D)

The wedding from the story...it was theirs...

Carmen reads another passage from the Spy Book while Juni looks at the album, spotting a photo of Dad with his arm around a mean-looking hombre with the convict's stare. Juni removes the foto and looks at it.

CARMEN (CONT'D)

A good spy never falls in...love. I think. It's been crossed out.

JUNI

They should have told us about this stuff!

CARMEN

Yeah? What about Diego and Renaldo and all your make-believe friends? Shouldn't Mom and Dad know about them?

JUNI

What about all the days you skip school? You want them to know about that?

CARMEN

That's my business.

(CONTINUED)

JUNI

Same here.

CARMEN

Okay then.

They fall silent. A tenuous truce. Juni accidentally HANDCUFFS HIMSELF to a metal lunch box. He tries to rip his hand free.

JUNI

Uh. Carmen.

CARMEN

I don't have the key. Go knock it against something. A good spy has NO FEAR. Sorry Juni, looks like you can't be a spy.

He hurtles the lunch box at the wall. It bounces back and WHACKS AGAINST HIS HEAD. Knocking him out of frame.

CARMEN (CONT'D)

A good spy uses deception in place of force. Okay. A good spy puts himself (herself) in the mind-set of the opponent.

Carmen pulls out Felix's locator. Blinking lights.

CARMEN (CONT'D)

And that's exactly what we'll do. We've got communicators, a database, a locating device and an instruction manual. I think it's up to us. You with me?

Juni crawls back up into frame.

JUNI

With you what?

CARMEN

Find the OSS like Felix said. Then rescue Mom and Dad.

Juni thinks a moment. Woozy.

JUNI

Okay.

CARMEN

Then let's go.

(CONTINUED)

Carmen rips the foto of Machete and Dad out of the foto album and stuffs it in her pocket. Then...

69-1 INT. SAFEHOUSE - DAY

69-1

KNOCK KNOCK KNOCK. Juni and Carmen are quiet.

VOICE FROM OUTSIDE (V.O.)

Carmen? Juni?

Carmen opens the eyehole. We see the face of Ms. Gradenko.

GRADENKO

I'm Ms. Gradenko. We work for your parents.

CARMEN

We?

Juni opens a curtain and sees others. Carmen backs up.

GRADENKO

Oh, I can understand if you don't trust me, you were a baby when we first met.

The door opens up. The kids step back slowly in shock.

GRADENKO (CONT'D)

Remember me now?

JUNI

We're not supposed to let strangers break into our house.

GRADENKO

Right! Sorry. I had a key.  
(showing key)

You see? We're all on the same side.  
We're here to protect you.

Several agents step in and fan out through the safehouse. Carmen notices a silver bracelet on Gradenko's wrist.

CARMEN

My mom has a bracelet like that.

GRADENKO

OSS standard issue. We all have one.

Gradenko leans down to Carmen, who eyes the bracelet.

CARMEN

OSS? You work with my parents?

(CONTINUED)

69-1 CONTINUED:

GRADENKO

Yes. Please listen closely. In the past year, several OSS agents have been taken prisoner. We believe your parents have now been captured as well.

JUNI

By who?

GRADENKO

Well, your father was able to send one last communique before he disappeared this morning. It consisted of five letters.

She flashes them the paper that says FLOOP.

GRADENKO (CONT'D)

F-L-O-O-P.

Juni stares shocked at his Floop action figure.

69-2 INT. FLOOP'S CASTLE-CONTROL ROOM - DAY

69-2

Minion watches Floop having dinner with the Cortezes on the monitor. Floop sits at one end eating soup with a spoon formed from his strange ball of WAX.

DAD

Your name is Floop.

FLOOP

Ah, you watch my show!

DAD

My son does.

Minion speaks into the handheld mic.

MINION

Carmen and Juni.

70 INT. FLOOP'S CASTLE-GRAND ROOM - DAY

70

CLOSE ON an EARWIG on Floop.

FLOOP

Does he? Wonderful. But not your daughter? Carmen, isn't it? And Juni? Your children will be joining us soon.

Floop pours on the bad guy charm.

(CONTINUED)

FLOOP (CONT'D)

Maybe. Hopefully.

Dad makes a slow move out of his chair.

FLOOP (CONT'D)

(suddenly serious)

Careful. I snap my fingers...

Floop does. The THUMB THUMBS that were standing around the perimeter of the room in shadow step forward. Human hands in red jumpsuits.

FLOOP (CONT'D)

And my fingers snap you. At least listen to my proposition.

MOM

Where are the OSS agents you've taken?

Floop smiles slightly.

FLOOP

Twelve years ago, they were part of a research team for the OSS. Attempting to manufacture a synthetic intelligence. A compendium of spy knowledge. Research since destroyed. And despite my best efforts to convince them to re-create it... they have refused.

Waves to the Thumbs.

FLOOP (CONT'D)

Send them in.

The Thumb Thumbs part... to reveal the FOGLIES being prodded into the room by more Thumb Thumbs. Mom and Dad look on in horror to realize who these creatures really are.

FLOOP (CONT'D)

This is the result of refusing Fegan Floop.

MOM

If the OSS destroyed its research, it was for a reason.

FLOOP

Oh, we all have our reasons.

(smiles at Dad)

You see, there was someone else on that research team.

(CONTINUED)

He's staring firmly at Dad. Dad stares daggers back. Mom sees the look passing between the two men.

FLOOP (CONT'D)

(best friend mode)

Someone else who could rebuild it. Isn't that right... Cortez?

Dad glances worriedly at Mom, but stays strong.

Floop holds up a sculpture of FELIX. Dad recognizes it. The THUMB THUMBS push a monitor up behind Floop. On the monitor, we see Felix strapped to a TRANSMOGRIFICATION BENCH.

FLOOP (CONT'D)

Will you rebuild the synthetic intelligence for me, Agent Cortez?

DAD

I wouldn't remember how.

Floop talks to one of his black glove finger puppets.

FLOOP

I take that as a definite no, don't you?

GLOVED FINGER

(whispered)

Yes, I do!

Floop clicks a REMOTE HANDSET button, then picks up the clay likeness and presses his thumbs into it, stretching the nose, flattening the brow, twisting the mouth into a closed knot. He makes a rather delightful and curious sculpture instantly.

With a FLASH of light, Felix now resembles the sculpture. Mom and Dad look on in horror.

FLOOP

I think he'll be a best-seller. And just in time for the holiday rush.

DAD

I'll never build anything for you. No matter what kind of monster you make me.

FLOOP

Well what of the monsters I will make... of your children?

Mom reacts as if stung. Now Dad's composure wavers.

(CONTINUED)

FLOOP (CONT'D) \*

Master agents my foot. You're just a regular married couple now. With children, responsibilities. But shame on me for my lack of leverage. It will soon be corrected. That's all for now, thank you for joining us.

Floop pushes a button and DAD falls through the chair. Floop sits in Dad's chair. Mom checks casually under the table, sure that her husband can take care of himself.

 \*

FLOOP (CONT'D) \*

(wife-stealer voice)

I'm not even going to ask for your help.

MOM

And why not?

Floop prowls over to Mom.

 \*

FLOOP

Because you don't know what we're even talking about.

(leaning in)

It's obvious your husband doesn't tell you everything...

Floop savors her reaction. Then gives her the TRAP DOOR. Floop explodes. Minion charges into the room.

 \*

MINION \*

What are you doing?!

 \*

FLOOP \*

Let them tear each other apart.  
Threatening the children would be much more effective if we had the children, wouldn't you say, Minion.

 \*  
\*  
\*  
\*  
\*

71 INT. SAFEHOUSE - DAY

71

Floop's face appears on a screen built into the safehouse. Juni sits by Gradenko. Clearly depressed. Gradenko snaps her fingers at the other agents.

GRADENKO

Milk and Cookies for the children.

JUNI

But you're wrong! Fabulous Floop would never do that!

(CONTINUED)

OSS FILES of Floop flash onscreen. Juni studies them.

GRADENKO

He's not that fabulous. In fact, he's been up to no good for quite a while.

GRADENKO (CONT'D)

Recognize these?

The faces of some of the show's colorful FOoglies appear.

JUNI

Floop's FOoglies. I've got toy versions.

He pulls out an action figure matching the one onscreen.

GRADENKO

They used to look like this, before he mutated them.

She clicks again, and we see their HUMAN counterparts. Juni looks down at his toy. Sees the resemblance.

JUNI

Is that real?

CARMEN

You mean those mutants are really captured secret agents?

GRADENKO

We're dealing with a genius.

CARMEN

Told you Floop was a freak.

She plays a segment of the show we saw earlier.

GRADENKO

That cute little tuneless song the characters sing? Play it backwards...

She hits reverse. The FOoglies are pleading.

GRADENKO (CONT'D)

A cry for help.

CARMEN

Will Floop do that to Mom and Dad?

GRADENKO

Oh, most definitely. UNLESS he gets something your father helped develop.

(CONTINUED)

Juni grabs a cookie and munches it.

CARMEN

What?

GRADENKO

We don't know. That's why we need your help. If there's anything you can possibly remember - be it something you overheard your parents say at dinner, or on the phone...

CARMEN

(whispered, to herself)

"The Third Brain lives..."

GRADENKO

What?

CARMEN

Felix gave us a message to deliver to the OSS. And here you are.

GRADENKO

Here I am! What's the message?

CARMEN

"The Third Brain lives."

GRADENKO

"The Third Brain LIVES?" Are you sure?

Carmen nods. Gradenko wiggles her jaw. The agents exchange looks. Gradenko straps her bracelet on Carmen's wrist.

GRADENKO (CONT'D)

Carmen, you have now joined the ranks of women spies in the OSS. Brilliant.

Carmen beams at Juni. Juni rolls his eyes and walks off.

GRADENKO (CONT'D)

Now, where would this Third Brain live exactly? Did Felix tell you that?

Juni walks past the Foto of Mom and Dad. He fixes it so it's standing back up. He walks away to the door. We stay on the FOTO which FLIPS OVER, revealing a tiny STAND holding a tiny electronic BRAIN in it's crown. No one sees it. Yet.

CARMEN

I don't think he said.

(CONTINUED)

GRADENKO  
(to Agents)  
Search the place. It wasn't at the  
house, so it must be here.

72 EXT. SAFEHOUSE-JUNI'S POV

72

Juni looks out through the crack of the front door. He sees  
SEVERAL SHAPES OUTSIDE STANDING AROUND THE POD. One of the  
Shapes pulls something out of the Pod, and the Pod SINKS  
UNDERWATER.

73 INT. SAFEHOUSE

73

CARMEN  
You were at our house?

Gradenko laughs, then turns and sees the BRAIN sitting on  
it's stand. She snaps her fingers. The others are on alert.

Everyone is very quiet. Gradenko puts on a cotton glove and  
lifts it gently from it's crown.

GRADENKO  
My God, it exists. It's so beautiful...

CARMEN  
That's what Floop wants?

JUNI  
Carmen.

Gradenko and Carmen turn to Juni, who holds up a WEIRD GADGET  
he grabbed from his satchel. The top spins.

JUNI (CONT'D)  
She's working for FLOOP.

Carmen joins Juni. Gradenko hands an agent the BRAIN.

GRADENKO  
Fly this to Floop's Castle immediately.

The other Agents start closing in on Carmen and Juni. Carmen  
grabs a similar gadget from the bag and holds it out.

CARMEN  
Don't move.

Gradenko and the Agents react by bursting into laughter.

GRADENKO  
Do you even know what those things are?

(CONTINUED)

the weird gadgets and realizes she's probably something completely non-threatening.

CARMEN

I know they're heavy.

The kids throw the various gadgets which smash into bits against the wall, missing their targets. The Agents try to catch the gadgets before they break into pieces.

GRADENKO

That equipment costs millions of dollars!

The Brain AGENT straps on a jet pack.

CARMEN

That Brain's the only thing keeping Mom and Dad from being zapped.

Carmen RUNS atop the Counter and LEAPS over a reaching Agent and OVER the spinning CEILING FAN. She lands in a tumble as the agent with the BRAIN blasts out through the tunnel. Carmen leaps to the BUDDY PACKS and slides one on.

Gradenko speaks into her lapel.

GRADENKO

Send in the Thumbs.

The windows BURST INWARD as several black-clad SHAPES fly into the room. Juni fights over his backpack with Gradenko.

GRADENKO (CONT'D)

Come with us, Juni. Don't you want to see your parents?

Carmen turns to fly, but A SHAPE grabs her ankle. Carmen hits the big ON/OFF switch and blasts away BACKWARDS, singeing the Shape's face mask off, revealing a THUMB.

Carmen disappears out the far tunnel. The other Shapes quickly strap on Buddy Packs. One by One BLASTING AFTER her.

JUNI

Wait for me!

Juni tries to strap on the pack but it FLIES OFF on it's own.

GRADENKO

Capture them both! Oof!

Juni's Buddy Pack SMASHES INTO Gradenko. Juni rushes to get the last pack but a SHAPE takes it.

(CONTINUED)

73 CONTINUED: (2)

73

JUNI

That's mine!

The SHAPE pulls away and leaps to take off but falls straight to the ground with a sputter. The defective pack EXPLODES.

Juni sees that Gradenko has finally defeated the jet pack. Gradenko turns to face Juni, her HAIR ABLAZE. An agent soaks her with soda from the fountain.

74 INT. SAFEHOUSE-UNDERGROUND TUNNELS

74

Carmen flies through the underground tunnels ducking away from the Shapes.

The Shapes are in full chase as Carmen comes to a four-way. She sees Shapes coming up every tunnel! Above is a skylight closing, the Agent with the BRAIN having gotten out.

Carmen flies up to the SKYLIGHT as the Shapes crash into each other.

Carmen ROCKETS skyward and SMASHES through the skylight.

75-1 EXT. SAFEHOUSE ISLAND - DAY

75-1

She SHOOTS into the open sky and sees the Agent with the BRAIN flying towards a distant shore.

A dozen SHAPES on Buddy Pack shoot out after her. The AGENT flees towards a distant shore. Carmen chases after. Her watch com beeps. She answers it.

CARMEN

What.

JUNI

Where did you go!?

CARMEN

I'm right behind him. Where are you?

75-2 INT. SAFEHOUSE-TUNNEL

75-2

We see several shapes surrounding Juni. Juni takes a few lunch box swings at a Shape. The Lunchbox finally breaks off.

JUNI

I'm toast.

Juni runs down the tunnel.

76 EXT. SKY/BILLBOARD

76

CARMEN  
(to herself)  
Figures.

Carmen flies right underneath the agent. She GRABS the BRAIN. Agent and Carmen lock into a fierce battle, still flying at breakneck speed as they grapple.

The CAMERA SWINGS around to reveal they're about to crash into a giant billboard for CHANGO SODA. Carmen sees it, grabs the BRAIN while the Agent is distracted and shoots straight up! The Agent CRASHES through the sign, leaving a little hole in it. Carmen lands on the top of the billboard. Suddenly a dozen or so more Shapes crash through. We get a quick visual reference of just how many Shapes were after her by the man-shaped holes left behind.

Carmen's got the Brain. Blasts off.

77 OMITTED

77

78 OMITTED

78

79 INT. SAFEHOUSE-UNDERGROUND TUNNEL - DAY

79

Juni runs down the tunnel to a dead end. He hears high heels walking towards him. Gradenko steps out of the darkness. Full of cheer. Her hair SINGED and SMOKING. Juni giggles.

GRADENKO  
Did you enjoy the cookies?

Juni turns and faces Gradenko, slinking towards him.

JUNI  
Very tasty, thank you.

GRADENKO  
Better than you think. The tranquilizers we slipped into the cookie batter should render you unconscious any minute.

Juni pulls out a soggy cookie from his pocket.

JUNI  
I thought it had nutmeg. Then realized it was something else. So I spit it out.

He throws the cookie at Gradenko. It SPLATTERS her shirt.

(CONTINUED)

JUNI (CONT'D)  
Nice try Betty Crocker.

GRADENKO  
Oh, well I guess I'll have to administer  
your medicine another way.

Gradenko raises a SYRINGE filled with GREEN LIQUID.

Juni is pressed up against the wall.

GRADENKO (CONT'D)  
You know those shots you get at the  
doctor's office? This hurts only a  
little more than those.

Juni speaks into his watch.

JUNI  
Carmen get me out of here! Carmen?

Carmen is coming up fast behind Gradenko.

GRADENKO  
Sleepy time...

Gradenko LEAPS for Juni just as Carmen snatches him away.  
Gradenko tackles the ground.

Carmen spins around, the FLAME from the jet pack singeing the  
rest of Gradenko's hair off.

80 EXT. SAFEHOUSE - SKY 80

They blast out the skylight and find themselves facing eight  
recovering Shapes "standing" in mid-air, arms crossed.

81 EXT. COASTLINE - SKY - DAY 81

Carmen heads for the coastline. They are starting to dip.

JUNI  
Don't EVER leave me alone again!

CARMEN  
Get a grip, you big baby.

82 EXT. CITY STREETS - DAY

82

The kids descend through the tightly packed skyscrapers and coastline buildings, navigating sharp turns and dead ends.

JUNI

I'm slipping!

CARMEN

Hang on, butterfingers!

JUNI

I'm not gonna make it.

CARMEN

Oh! There's a sale at UKRESSA!

Carmen turns sharply and they head for a giant UKRESSA, blasting through a door as a shopper leaves.

83 INT. UKRESSA DEPT. STORE - DAY

83

They're in a clothing department: high ceilings, lots of clothes racks. Carmen grabs a new dress as they fly through. She drops Juni off into a MEN'S FORMAL WEAR RACK.

Carmen rockets into the Women's formal wear and disappears deep inside a clothes rack.

The Shapes burst in, cruising a few feet from the ceiling for a bird's eye view.

Suddenly the CLOTHES RACK blasts across the store, out the door and through the parking lot. The Shapes chase after it.

84-1 EXT. CITY STREETS - DAY

84-1

The SHAPES follow the rack of clothes as it maneuvers it's way through busy streets. Cars weave and wreck into each other trying to avoid it. The Rack loses steam and falls over, revealing that the Buddy Pack alone is strapped to one of the poles. The Shapes blast back to Ukressa.

84-2 INT. UKRESSA DEPT. STORE

84-2

Back in the store, Carmen pops out of a different rack of clothes dressed to the nines. Juni steps out of a rack, dressed in a new tux. A clerk calls them back in. Carmen steps up with a wad of multicultural cash.

CARMEN

Pick your country, mate.

(CONTINUED)

84-2 CONTINUED:

84-2

The clerk pulls out a few big bills. They split.

84-3 EXT. UKRESSA DEPT. STORE

84-3

Carmen and Juni step onto a trolley and stand beside a NICELY DRESSED ROMANTIC COUPLE enjoying the view. Carmen lays her head alongside the woman's arm as several Shapes and Agents enter frame and even look at the trolley as it pulls away. They continue into the store, not noticing the disguise.

WIPE CUT TO:

85	OMITTED	85
86	OMITTED	86
87	OMITTED	87
88	OMITTED	88
89	OMITTED	89
90	INT. FLOOP'S STUDIO - DAY	90

CLOSE on a crudely sewn finger puppet on Floop's gloved finger. Floop himself is walking along a colorful ESCHER STYLE CUBE that spins above a candy city in a cream-colored sky. He's surrounded by THUMB THUMBS and FOoglies.

FLOOP

I'm just a little elephant, don't want to be the monster. I want to run around.  
I'm just a little elephant. Don't want to play with lightening. Just want to say hello...And when no one's around, I'll just stay...mellow.

(whistle interlude)

And when the birds fly round my head, I have to SCREAM to make them stop because after all...I want to make them...laugh.

Botched. Floop waves his arms.

FLOOP (CONT'D)

CUT!!!!

(re: FOoglies)

LOCK 'EM UP!

91-1 INT. FLOOP'S CASTLE-CONTROL ROOM

91-1

Floop storms off camera. We PULL BACK, revealing Minion watching this on a monitor in the Control Room. Floop enters in a complete creative FRENZY.

(CONTINUED)

FLOOP

What does it need, Minion?

MINION

I don't ...

FLOOP

My show. It NEEDS something. That THING that will take it to NUMBER ONE. I can FEEL it, but can't think straight enough to figure it out...

MINION

Floop, you're spending too much time on this program when you should be more concerned with our grand diabolical plan...

FLOOP

Syndication?

MINION

The army of robot children, sir.

FLOOP

All this HARDWARE is getting in the way of my creative abilities.

Floop can't take his eyes off the monitor, staring at his disaster of a show.

FLOOP (CONT'D)

You lost the children again, didn't you?

MINION

Not only did they escape. They took the THIRD BRAIN with them.

FLOOP

It exists?

MINION

Completely. Cortez lied to us. Once an agent, always an agent.

FLOOP

Send our best Thumbs. I want that Brain.

MINION

Sir, if you want to catch a criminal, you send a criminal. If you want to snare a spy, you send a spy.

(CONTINUED)

FLOOP

Speak English, Minion, I've been baking under studio lights.

★  
★  
★

MINION

If you want to find a child...You send a child.

★  
★  
★

FLOOP

That's brilliant, Minion.

★

MINION

Thank you. Sir.

91-2 EXT. PARK - LATE AFTERNOON

91-2

Juni and Carmen sitting in a park. Juni sits on the merry-go-round and pulls out the THIRD BRAIN. He holds it up looking at it closely. Carmen is reading her sunglasses. Information scrolls by. She unplugs it from the locating device.

CARMEN

Some locating device. You can't figure out where the coordinates point to?

JUNI

Maybe it's not on a regular map.

She checks the bottom of the device.

CARMEN

Who made this? *Machete Products.*

She thinks. Juni studies the brain. He's about to smash it against the jungle gym. Carmen's hand GRABS his wrist.

CARMEN (CONT'D)

What are you doing? That's our bargaining chip for getting Mom and Dad back!

JUNI

This is what Floop wants. He'll get it if he wants it bad enough. I think Mom and Dad would want it destroyed.

CARMEN

How do you know what they want.. Until this morning, you didn't even know who they were. We keep the brain. For now.

(CONTINUED)

JUNI

"A good Spy thinks like his enemy."

CARMEN

Right now, Juni, you ARE the enemy.  
Leave the Third Brain alone, and give  
your own brain a rest.

Juni's hand itches. He looks around the park. Notices  
Carmen's bracelet.

JUNI

Why are you still wearing that? That  
could be a TRACER, they could be tracking  
us, did you think of that?

CARMEN

Don't start pointing fingers at me. I  
didn't do anything stupid, stupid.

JUNI

Better stop calling me names...

CARMEN

Or what...

Carmen marches away, around the swings and out of sight.

JUNI

Or I'm gonna call you names.

Carmen marches to a water fountain, clearly upset. Talking  
to herself. She removes her bracelet and looks at it. The  
underside BLINKS red. A TRACER. Juni was right.

CARMEN

Gradenko got the last laugh. I hate  
that.

Suddenly Juni is standing IN FRONT of her.

CARMEN (CONT'D)

(looking behind her)

I thought I ditched you.

Juni just stares back. Silent. She notices his new outfit.

CARMEN (CONT'D)

We are no longer relatives. Go away.

Juni doesn't respond. Creepy.

(CONTINUED)

## JUNI ROBOT

Gib, jub gub-gub glee. Wub wub mucky-mucky, hig wag bug-dug wob. Blehhh.

## CARMEN

You just get stupider by the minute.

She turns around again and sees the REAL JUNI arguing with another CARMEN, and Juni SHOVES her. The other Carmen grabs Juni by the collar, LIFTS HIM HIGH and TOSSES him!

Carmen notices JUNI ROBOT's eyes spark electric.

## CARMEN (CONT'D)

Oh my...

Juni ROBOT grabs Carmen's wrist. Tight.

## CARMEN (CONT'D)

I always wanted to do this...

She swings back and PUNCHES Juni Robot HARD across the face.

NOTHING. Not a flinch. She shakes her sore hand. She swats him several times, HARD. Juni Robot doesn't even blink.

## CARMEN (CONT'D)

Now that's scary.

She turns to run but he grabs her arms, locking her in place.

## CARMEN (CONT'D)

JUNI!!!!

Juni has his own problems. He's on his butt being dragged by the hair toward the MERRY-GO-ROUND.

## CARMEN (CONT'D)

Juni! Destroy the BRAIN!

Juni fumbles for the Brain in his pocket. Carmen Robot LIFTS him OVERHEAD.

## CARMEN (CONT'D)

DESTROY IT NOW!

Carmen Robot tosses him onto a merry-go-round. He manages to rip the dog tag off the back of her neck, as she spins the round. It goes so fast he simply holds on for dear life.

Juni finds the Brain and holds it up. Carmen Robot leaps atop the merry-go-round, facing off with Juni as they spin at an incredible speed. She STARTS TOWARDS HIM. Menacing.

(CONTINUED)

Juni brings the Brain down HARD against the metal merry-go-round. SMASH! He looks at it. NOT A DENT!

SMASH SMASH SMASH! It won't break! He puts it between his teeth and tries to crack it like a Gumball.

Carmen Robot grabs his face and PRIES the Brain from Juni's teeth with a short, odd struggle. She smiles and leaps off the merry-go-round. Juni is distraught.

The Twin Robots reunite once more, smile at Carmen, then turn and BLAST OFF. THEIR FEET ARE PROPULSION UNITS, kicking up sand in the take off. Carmen squints through. Several kids look up from their see-saws at the flying robots.

EXCITED PLAYGROUND KID  
Quiero zapatos asi!

The merry-go-round slows enough for Juni to jump off. Extremely dizzy, Juni stumbles towards her and falls facedown in the sand. Other Park Kids storm the merry-go-ground, thinking it's fast.

CARMEN  
They took the Brain?

Juni nods and lifts up a paper tag for Carmen to read.

JUNI  
I took her necklace. She didn't even notice.

CARMEN  
They weren't... very bright. Your robot couldn't even...speak  
(reading)  
Floop Industries. Limited Edition SPY KID. One of...one of 500.

Carmen is slowly figuring it out.

CARMEN (CONT'D)  
Floop's gonna have hundreds of those things flying around.

JUNI  
The Brain makes them smart.

Carmen storms off.

(CONTINUED)

## CARMEN

We have to get to Floop before 500 robots  
get an education and before Mom and Dad  
get their faces erased.

Juni is trying to catch up, walking in dizzy formations.

92 OMITTED 92

93 OMITTED 93

94 INT. FLOOP'S CASTLE-DUNGEON - DAY 94

Mom and Dad remain imprisoned. Dad struggles with his bonds,  
furious and feeling Mom's betrayed stare.

## DAD

We had it working, a synthetic  
intelligence as smart as any spy... "The  
Ten Brains System."

95-1 INT. OSS LAB 95-1

FLASHBACK. We see Dad in a lab coat standing with other  
agents all working on different computer BRAINS. We see the  
Brains LIGHT UP and emit an ominous, almost nuclear glow.  
The agents stare in wonderment behind protective goggles.

95-2 INT. OSS LAB - FLASHBACK 95-2 \*

## DAD (V.O.)

OSS Director realized it was too  
dangerous if the wrong forces found the  
technology. We were ordered to destroy  
it.

FLASHBACK. We see the other agents destroying their Brains  
by simply crushing them with their bare hands.

96 INT. FLOOP'S CASTLE-DUNGEON - DAY 96

## MOM

So why keep all that secret from me?

## DAD

To protect you and the children.

## MOM

Protect us from something you'd  
destroyed?

Dad looks guilty. Mom starts to realize it.

(CONTINUED)

96 CONTINUED:

96

MOM (CONT'D)

Or something you didn't...

97 INT. OSS LAB

97

FLASHBACK. Dad pockets his brain, and places a WALNUT in it's place. He smashes it with his hand. All the pieces are tossed into a waste chute. Dad looks suspicious.

98 INT. FLOOP'S CASTLE-DUNGEON - DAY

98

Dad can't meet her eyes. Mom tries to contain her anger.

MOM

The computer "hobbies," the basement "workshop"... all this time my trusted husband's working on some weapon.

\*

DAD

Not a weapon! A resource! Ingrid, don't you see? The Third Brain doesn't just calculate, it thinks! It's not knee jerk reactions, or agents running around chasing each other... it's smarter than that. In some ways it's smarter than us. How could I destroy it? When I knew I could perfect it.

\*

MOM

And where are we now? Where are our children.

DAD

If I'd known... I never would have...

\*

MOM

(shakes her head)

All these secrets... from me, from the children. I'm sick to death of it.

\*

He looks to her, relieved of one burden, but facing another.

DAD

He wants the Brain. So what do we do? If we save our children...we risk the world. And if we save the world...we risk our children...

(lost)

What in the world do we do?

\*

99 OMITTED

99

100 OMITTED

100

101 OMITTED 101  
102 OMITTED 102  
103 OMITTED 103  
104 EXT. MACHETE'S SPY SHOP - DAY 104

A trash-strewn block, dark and ominous. A CAB pulls up, depositing a weary Carmen and Juni. The DRIVER holds Juni's FOoglie action figures:

CAB DRIVER

Hey, thanks for the toys. These are better than ten thousand pesos any day.  
(waves Floop figure)  
My kid loves this guy!

JUNI

Yeah.

The driver resets the meter and drives off. The kids are left before a shop labeled "Machete Spy Shop."

JUNI (CONT'D)

What are we doing here?

Carmen hands Juni the foto from the wedding album of Machete and Dad. On the back it says "Hombre and Machete."

CARMEN

Dad's code name must be HOMBRE. This is Machete. I think Machete's in there.

JUNI

We're getting help from Dad's best man?

CARMEN

Let's hope he lives up to his title.

Carmen grabs Juni's hand as they cross. He's surprised by it.

105-1 INT. MACHETE'S SPY SHOP - DAY 105-1

Carmen and Juni look around the small retail area of the store. Different gadgets for everyday counter-intelligence line the shop. A gruff looking man is working at the counter.

JUNI

What are you working on?

(CONTINUED)

MACHETE

World's smallest camera.

He has it on his index finger. He flashes it to them.

JUNI

I don't see it.

MACHETE

No. But it sees you.

CARMEN

You sell counter-intelligence stuff here?

MACHETE

Phone taps, surveillance cameras,  
micronuclear espionotics. That sort of  
thing.

JUNI

Do you have a Beijing Express?

Machete laughs.

MACHETE

Come back with your parents.

CARMEN

We can't.

Machete lets it sink in. Looks back up at the kids.

CARMEN (CONT'D)

We need something fast that can get us  
here.

She shows him the locating device. Machete looks them over.

MACHETE

Who are you?

CARMEN

CarmenElizabethJuanitaEchoSkyBravaCortez.

A GREEN LIGHT goes off and the door behind Machete opens. He  
puts it together.

CARMEN (CONT'D)

Gregorio Cortez is our father.

Machete stares at them, stunned.

(CONTINUED)

JUNI

You were at his wedding.

Machete leans down, stares gravely into their faces.

MACHETE

You will turn around, and you will leave my shop. Because I don't ever want to hear my brother's name again.

The kids are taken aback.

CARMEN

You're our Uncle?

JUNI

Our REAL uncle? Cause we've already got a fake uncle.

MACHETE

Gregorio Cortez is my younger brother.

Carmen leans over to Juni.

CARMEN

This day's just full of surprises.

105-2 INT. FLOOP'S CASTLE-GRAND ROOM - DAY

105-2

Floop sits slumped in his Thinker Throne. A ball of wax in his hands, sculpting it into a sad face. He turns it over and it's happy. He turns it to another side. It's in anguish. He reacts to each one accordingly. The sad, erratic state of his overly creative mind.

Minion walks by different robot clones. Holding up 8x10's attached to their tables.

MINION

The President's daughter. The President's son, good.

He continues onto each robot.

MINION (CONT'D)

Prime Minister's son, General's daughter... Excellent work Floop. Who are these?

FLOOP

Replicant children of the world's richest citizens.

(CONTINUED)

Floop forces a smile.

MINION

It's all here. As planned.

FLOOP

I have to get back to my show, now.

MINION

Focus on the task at hand. We have till noon to prepare the demonstration for Mr. Lisp.

Floop stops.

FLOOP

I don't believe in this anymore, Minion.  
I don't think I ever did.

MINION

Explain.

FLOOP

The mutated agents, the robot kids.  
Those aren't my ideas. They're yours.

MINION

So what?

FLOOP

I think that's why they're not working.

The Carmen / Juni robots enter and hand the BRAIN to Minion.

MINION

Not yet they don't. But you see... I now have the Third Brain. I won't need you anymore.

The Robot Children grab Floop's arms. Floop is dismayed.

FLOOP

Minion!

Minion removes his glasses. A severe, calculating, and hardened face lies underneath. We feel the power.

MINION

I assure you... it is Mister Minion now.  
And you, Floop, have served your purpose.  
Children, lock him in the Virtual Room.

106 INT. MACHETE'S SPY SHOP-BACK AREA

106

Machete turns on the sporadic overhead fluorescents and the GADGET JAMMED back room lights up. Impressive.

CARMEN

So you're a secret agent, huh?

MACHETE

What makes you think that?

CARMEN

According to the database you're always travelling and no one knows what you do for a living.

MACHETE

I think we all have uncles like that.

Juni lifts up another cool gadget. Reads the inscription.

JUNI

ANOTHER FINE MACHETE PRODUCT. You make the best SPY inventions in the world.

MACHETE

Correct.

CARMEN

But you sell them to both sides. Good and Bad. That's why Dad hasn't even spoken of you in all these years.

MACHETE

This was from government agents. This was from a gang of criminals. See the difference?

JUNI

No.

MACHETE

Neither do I.

CARMEN

I see the difference.

Juni sees a foto of Machete holding up a gadget while posing next to a SMILING FLOOP. He pulls out a MAP-looking thing from under the picture.

JUNI

Ever sell stuff to Floop?

(CONTINUED)

MACHETE

Why?

CARMEN

Well, our Mom and Dad, your BROTHER, are his prisoners. And if we don't help, something really bad's gonna happen to them.

Machete is suddenly serious. Trying to hide it.

MACHETE

My brother's a prisoner?

107 OMITTED

107

108-1 EXT. MACHETE'S SPY SHOP-ROOFTOP - DUSK

108-1

They exit a staircase onto the rooftop. The buildings around them reach for the clouds. Machete opens a mini hangar and drags something out.

CARMEN

I don't see why you won't help him.

MACHETE

You think I want to be baby-sitting my brother for the rest of my life? Watch out for Gregorio, take care of Gregorio, show Gregorio right and wrong. Not anymore. Machete's not responsible for nobody buy Machete.

CARMEN

(looks to Juni)

But that's not what a family is...

MACHETE

We're just brothers. Cain and Abel were brothers. Look how they ended up.

He unveils the Beijing Express.

MACHETE (CONT'D)

The only thing that can get to Floop's castle that fast is this.

JUNI

It's tiny.

MACHETE

It's built for only one passenger. But it's fast.

(CONTINUED)

CARMEN

One adult passenger. It can fit two small children.

Machete types in numbers in the console.

MACHETE

Even if I programmed your destination and set the Autopilot...you'd still have to take over manually if something went wrong.

Machete is clicking all kinds of buttons on the inside and underside. Checks the scuba gear.

CARMEN

We fly this exact same model in a video game all the time.

MACHETE

This is not a game.

CARMEN

Will you go?

MACHETE

No.

CARMEN

For your brother?

MACHETE

NO!

CARMEN

Then how about for us? Your niece and nephew.

He thinks a moment. Looks at both kids.

MACHETE

No...

He shoves the plane back inside the hangar and shuts the door.

108-2 INT. MACHETE'S DINNER TABLE - NIGHT

108-2

Carmen and Juni eat some weird Machete food. Quietly. Then...

CARMEN

How about if...

(CONTINUED)

MACHETE

No. No. No. A million times NO. Pass  
the pig intestines...

Juni passes it. Some spills off the plate.

CARMEN

Oh, I'm not eating that now.

108-3 INT. MACHETE BARRACKS - NIGHT

108-3

Juni is slipping a scuba tank under his bed, then jumps in  
bed quickly and hugs a gadget. Machete tucks them into bed.

JUNI

Can I have a ...

MACHETE

No.

As Machete walks away, Juni finishes the question.

JUNI

...glass of water?

Machete clicks off Juni's light. Goes to Carmen.

CARMEN

Thank you for letting us stay here while  
we ponder our parent's terrible fate.

MACHETE

If you weren't Cortezes, I wouldn't be  
doing this much.

CARMEN

So family does mean more to you than  
money.

Machete gives a grumbling look.

MACHETE

No.

CARMEN

Dad misses you, too.

He clicks off the light. Her own little reading light clicks  
on. She reads the SPY BOOK.

(CONTINUED)

CARMEN (CONT'D)

A good Spy shows no emotion. A good Spy makes no binding connections to family, or friends. A good spy...

She tears up the book. Turns off the light.

108-4 INT. MACHETE'S ROOM - DAWN

108-4

Machete rises with the rooster crow. He looks at his clock.

Hears a sound. Feels around for the map.

MACHETE

NO! (as in Oh No!)

Machete RUNS up to the...

108-5 EXT. MACHETE'S SPY SHOP-ROOFTOP - DAWN

108-5

The plane taxi's up the runway 10 feet. Lifts, then in a FLASH is across the sky. Machete chases after it, but it's gone. He smiles a bit, then ponders.

MACHETE

I probably should have mentioned the sharks...

(beat)

Nah.

108-6 INT. FLOOP'S CASTLE-DUNGEON - DAY

108-6

Thumb Thumbs march down through the dungeon and bang on Mom and Dad's cell. They both awaken.

109-1 INT. FLOOP'S TRANSMOGRIFICATION ROOM - DAY

109-1

Fingermen are strapping Dad down to the transmog slab, connecting wires. Mom is bound nearby. The DOORS open and MINION enters. Dad squints.

DAD

Alexander Minion...

MINION

Agent Cortez. Wonderful to see you again. And would you believe it? After all these years... I've kept my ring.

He opens his fist to reveal a silver OSS ring on his finger.

(CONTINUED)

109-1CONTINUED:

109-1

MOM

You know him?

DAD

There was a time when he was one of our best agents. Where is Floop?

MINION

In a dream state.

DAD

A Double cross. Your specialty. If you think I'm going to help you...

Minion holds up the THIRD BRAIN. Dad falls silent.

MINION

Too late for deals. I finally have what I wanted. And you know, I really should just go on about my business. But I'm in a vendetta kind of mood.

MOM

What is he talking about?

DAD

He was on the TEN BRAINS Project...

109-2 INT. OSS LAB

109-2

We see the same FLASHBACK from earlier. All the agents in lab coats... Only now we see that MINION is there as well.

DAD (V.O.) (CONT'D)

Until I noticed he was trying to inject his own ideas into the system. I turned him in. He was thrown out of the OSS.

109-3 INT. FLOOP'S TRANSMOGRIFICATION ROOM

109-3

Minion straps the HELMET to Dad's head. Adjusts the wires.

MINION

(advances with clay)

I'm afraid I'm not nearly the artist Floop is. But don't worry. I've got something else in mind.

Minion unfolds a piece of paper. It's the FOogle drawing Juni gave Dad on the way to school. A sad monstrosity.

(CONTINUED)

MOM

What do you think you'll accomplish by doing this, Minion?

MINION

Mrs. Cortez. I am methodical. Driven. GOAL oriented. Psychotically so. It's refreshing to, every once in a while, have some fun.

Minion sets the drawing down, hits the ELECTRIC SWITCH. Struggling Dad goes rigid. Minion picks up the clay, and presses thumbs into it. Twisting, molding, torturing.

MINION (CONT'D)

Don't worry about your little brats. They'll still be seeing you. Every weekday morning between 7:30 and 8.

We DON'T SEE what's becoming of Dad, only Mom's reaction. To the sound of his CRIES, her eyes well with tears...

110 INT. SPY PLANE - DAY

110

WHOOSH! The plane flies through beautiful Aerial Vistas of South America.

CARMEN

There's one thing I never learned to do in the game version of this plane.

JUNI

What?

CARMEN

Land.

JUNI

How hard can it be?

The craft rocks uncontrollably.

JUNI (CONT'D)

I didn't do anything!

Carmen reads the controls.

CARMEN

Airspeed, fine. Altitude, fine. Autopilot system: FAILING. Great. Another FINE Ma-shitty product.

They see themselves lowering into the mountains.

(CONTINUED)

CARMEN (CONT'D)

Take the controls. We'll have to switch to manual... Now.

They come DANGEROUSLY close to mountain peaks. Carmen hits a switch. The plane dips radically. Juni struggles to hold it.

CARMEN (CONT'D)

What are you doing! Straighten it out, meathead!

JUNI

Stop calling me names!

CARMEN

Pull the plane UP, booger breath.

JUNI

Stop it or I'll call YOU names.

CARMEN

Go ahead, warthog, you got nothing on me.

JUNI

Sure I do. Diaper lady... Ah hah, hope you're wearing one now.

CARMEN

How long have you known?

JUNI

Since forever. Mom made me swear not to mention it.

CARMEN

So why are you mentioning it?

JUNI

Cause she also told you never to swear. So now we're even.

She SHOVES Juni angrily.

WHACK! They hit a mountain cap, clipping a piece of the wing. The plane spins around and around, thrown off balance by the broken wing.

CARMEN

Now you've done it.

JUNI

I knew this would happen.

111 INT. FLOOP'S BRAIN ROOM - DAY

111

In a room we haven't seen, a REPLICATION device scans the THIRD BRAIN with a LASER BEAM scanner, while next to it the replicator GENERATES an exact copy. \*

Newly minted imitation THIRD BRAINS roll steaming past camera on a conveyor belt.

The mad grin of MINION drops into view, giving the tiny brains their proper scale.

112 INT. SPY PLANE - DAY

112

The plane is SPINNING WILDLY. Out of control.

JUNI

I really have to go to the bathroom.

CARMEN

We're gonna crash if you don't do something!

Juni spots an oncoming peak, and wrenches the throttle the opposite way. The good wing CLIPS the peak, shearing off to match its counterpart. \*

CARMEN (CONT'D)

You kamikaze! You did that on...

The craft is balanced.

JUNI

...on purpose. Now it's balanced. \*

CARMEN

We're going down. Slowly but surely.

He works the throttle in every direction, but the plane doesn't alter its course. We see FLOOP'S Castle skimming ahead. Fast and Furious. \*

CARMEN (CONT'D)

I never thought I'd say this. But I wish I was at school right now...

JUNI

Landing gear.

The landing gear clicks into place. They're much lower, and they STRIKE a mountaintop, BREAKING OFF THE WHEELS. \*

(CONTINUED)

112 CONTINUED:

112

JUNI (CONT'D)

No landing gear! We're gonna crash! \*

CARMEN

Nope. We're gonna drop. \*

JUNI

Drop?

She shows him a control on the panel that reads DROP.

CARMEN

Drop. Get your regulator ready.

As the plane SCREAMS toward the castle, the bottom drops open  
and Carmen and Juni free-fall oceanward--

113 EXT. SKY-OCEAN - DAY

113

As they fall, they watch the plane continue on and fragment  
into the mountainside with barely a whisper. Good design.

They plunge into the ferocious current.

114 EXT. OCEAN-UNDERWATER - DAY

114 \*

Underwater they gear up and stabilize, then give each other  
the OKAY signal.

CARMEN

Breathe normal. Just like when we dove  
in Cozumel with Mom and Dad, remember? \*

JUNI

We were snorkeling. \*

CARMEN

Same thing. Just relax. There's the  
cave Machete was talking about. \*

115 INT. CAVE OF SLEEPING SHARKS - DAY

115 \*

Carmen and Juni float down in front of an underwater cave.  
We see an AMAZING SIGHT. Something straight out of National  
Geographic. An enormous underwater cave full of thousands of  
sleeping SHARKS. At the other end of the cave is the entry  
door. \*

CARMEN

This must be it. \*

JUNI

You're kidding. \*

(CONTINUED)

CARMEN

It's a cave of Sleeping sharks!

JUNI

Sharks don't sleep.

CARMEN

I did a science project on them. At depths where the water salinization's just right, they gather to sleep.  
(points into cave)

I bet they're guarding the way in. That looks like the door over there.

They start to swim. Juni slows down to see one up close.

CARMEN (CONT'D)

Don't touch it!

JUNI

Is it a man-eater?

CARMEN

No, but you're not a man yet. It might think you're an oversized guppy and gobble you up. Come on.

A shark BUMPS into Juni from behind, and he freaks. Carmen waves her fingers in front of its eyes.

CARMEN (CONT'D)

It's asleep, silly.

JUNI

I knew that.

They glide through the cave slowly. They get to the door.

CARMEN

(pointing at camera)  
Surveillance camera. I'm going to distract it. You wait here.

JUNI

DON'T LEAVE ME!

CARMEN

Wait there!

She swims away. Juni's left floating, a cave full of sleeping sharks behind him. Carmen creeps up behind the surveillance camera.

(CONTINUED)

Takes a snapshot of the door with her underwater Polaroid. Attaches the foto to the end of a wire, which she places in front of the surveillance lens.

Juni squirms, squeezing his wet-suit. He calls to her.

JUNI

I gotta pee, I can't hold it.

CARMEN

Don't Pee! You'll change the salinization of the water and wake up the sharks!

JUNI

I can't help it! All this water...

Juni suddenly realizes that there is ANOTHER CAMERA. This one is above the door and aimed RIGHT AT HIM. The light comes on.

JUNI (CONT'D)

Another camera!

116 INT. FLOOP'S CASTLE-SECURITY BOOTH - DAY

116

A couple of Thumb Thumbs are trying to monitor the entire castle area. They are not watching the screen at the moment it switches to the view of Juni with the sharks behind him. Minion steps in.

MINION

Why aren't you watching the monitors?

SHAPE

We are. There's just... a lot of monitors.

We can see that there are probably about 1000 such monitors, stacked to the ceiling of this tall, round room.

MINION

Get more Fingers in here if you have to.

SHAPE

Thumbs, sir.

(to the other Shape)

He keeps calling us Fingers.

Minion looks at the water tank screen, and Juni isn't there. A big shark is in the spot where he used to be.

117    INT.    CAVE OF SLEEPING SHARKS - DAY

117    \*

Juni has pulled a sleeping shark in front of him. He's hugging it for dear life, trying to be part of the shark. The camera light goes off.

A green CLOUD surrounds him. The sharks are still asleep. He swims over to Carmen as the shark's eyes start to **BLINK**. (I know, sharks don't blink, but these will)

\*  
\*  
\*

Carmen's watch searches for a code to break. The other sharks are waking up, off the first one's lead. Juni sees the waking sharks and taps Carmen's shoulder.

CARMEN

Almost there, wait a second.

JUNI

Uh... Carmen... Carmen...

\*

She turns around and sees the Sharks glaring.

CARMEN

They're all awake, so what? You wanna start screaming?

The sharks coast inward, slowly. The DOORS open, splitting into halves lined with steel teeth, like that of a shark.

JUNI

Back to sleep. Good little sharkies...

Carmen and Juni slip through. The door shuts right as the shark's heads BUTT UP against it.

CARMEN

Move fast, butter bladder.

JUNI

That was intense.

\*

\*

118    INT.    FLOOP'S LANDING - DAY

118

They remove their tanks and swim to the landing above. They see a Thumb Thumb SENTRY 20 yards away. Juni makes a gasping "WHEW" sound. Carmen covers his mouth.

The Sentry hears this, and walks to the cave's landing area.

No sign of the kids. The Sentry looks around the corner of the landing. Juni and Carmen are clinging to the OTHER side. Carmen pulls out a GUMBALL and chews it.

(CONTINUED)

The Thumb Thumb Sentry SEES THEM. Carmen SPITS the chewed GUMBALL and it sticks to his "neck". He reacts slowly, then ZAP! It shocks him with an electric pulse. He hits the ground hard. \*

JUNI

What did you do to him?

CARMEN

(reading wrapper)

Machete's Electro Shock Gumballs. It says long lasting, but I don't trust wrappers.

Juni examines one of the Thumb Thumb's "arms".

JUNI

I think he broke his Thumb.

CARMEN

Come on.

119 INT. FLOOP'S ROBOT ROOM - DAY

119

The ROBOT SPY KIDS are on a conveyor belt. The newly minted BRAINS are being dropped into their heads. Their pulsing eyes let off pleased electrical patterns. They're ALIVE. \*

120 INT. FLOOP'S CASTLE-HALLWAYS - DAY

120

The children sneak through the hallways. They pass the first signed door, which reads:

CARMEN

Virtual Room?!

JUNI

That's where all the digital sets are created for Floop's TV show. \*

CARMEN

Perfect place to hide.

She reaches for the knob. Juni STOPS her.

JUNI

Perfect place to get lost in. That's the worst place you could go. This way. \*

121 INT. FLOOP'S CASTLE-HALLWAY/GRAND ROOM

121

They walk up a grand hallway, filled with strange ART. \*

(CONTINUED)

CARMEN

This guy's off his rocker.

JUNI

No he's not.

CARMEN

Sorry, Juni. But your buddy is an evil freak. Admit it.

They walk into the GRAND ROOM. Empty.

CARMEN (CONT'D)

He built an amusement park and no one showed up. Kind of sad.

122-1 INT. FLOOP'S CASTLE-HALLWAY

122-1

Juni hears the sound of the FINGERS SNAPPING. He rushes out and sees THUMB Shadows coming up the hall.

JUNI

Someone's showing up now!

She rips out a cable from her belt and lets it fly to the roof. She's IMMEDIATELY PULLED UP into the rafters. Juni has no idea how she did it. He's still fumbling for his cable.

Twelve THUMB THUMBS march around a corner. All walking in unison. Juni leaps to the wall, hugging it. He unhinges a strange painting, and tries to hold it up. The Thumb Thumbs stop. Carmen is in a ventilator shaft. She opens a bubble gum wrapper and chews.

Just then, a LADY FINGER struts by. Carmen blows a big bubble, seals the end, then lets it glide down slowly. The THUMB THUMBS sense something. Suddenly - POP! The bubble explodes and an ELECTRO BLAST pegs EACH THUMB THUMB. All five hit the ground. Carmen drops and they continue up the hall.

122-2 INT. FLOOP'S CASTLE-HALLWAY - DAY

122-2

Juni pulls out the map we saw at Machete's.

JUNI

Ventilator shaft opening would mean we are HERE.

CARMEN

Where'd you get that?

(CONTINUED)

JUNI

Took it from Uncle Machete's. The Dungeons are on the other side of the castle.

CARMEN

How do we get there undetected? I'm running low on gum.

Suddenly they hear marching. They hide in the shadows as a long line of SPY KIDS walk by and down the hall. Whispered:

JUNI

How? Join the troops.

The end of the line goes by. Carmen and Juni march right behind stepping in perfect unison with the others.

Suddenly the line STOPS abruptly. Carmen peers over to see what the hold up is. In UNISON the entire line of SPY KIDS turn and face JUNI and CARMEN. Carmen and Juni back up.

CARMEN

I think they've gotten smarter since the last time we met.

The Spy Kid closest to them WHISPERS...

SPY KID

INTRUDER.

Then in very rapid succession, each Spy Kid after that one says it as well. Past on like a COMPUTERIZED CHORUS LINE. We can't even see how far the line goes up, but we can HEAR it as the word INTRUDER begins echoing up and down the halls.

123 OMITTED

123

124 OMITTED

124

125 INT. FLOOP'S CHASM HALLWAY MAZE - DAY

125

Carmen and Juni split off down a strange black and white tunnel, running for their lives. It's a MAZE.

CARMEN

Wait for me!

(CONTINUED)

125 CONTINUED:

125

Carmen rushes to catch up to Juni and the floor OPENS. The PIT looks ENDLESS. \*

JUNI  
Can you make it?

CARMEN  
I think so.

She runs back the way she came to get a running jump. The SPY KIDS ARE MARCHING RIGHT BEHIND HER. She makes a run for it. \*

Juni remembers his cable belt and starts unraveling it. \*

JUNI  
Wait!

Carmen LEAPS, and falls SHORT. But instead of landing on an illusion like DAD, she falls RIGHT THROUGH! The doors shut immediately. Juni jumps on the door, but it's too late.

JUNI (CONT'D)  
CARMEN! Don't LEAVE ME! \*

Juni panics. The Spy Kids march towards him. \*

126 INT. ANOTHER FLOOP HALLWAY - DAY

126

Juni runs to another hall. Going in circles it seems. The sounds of marching feet all around him. He backs against the wall. Alone. His hands itch uncontrollably. He looks down at his hands. MORE WARTS ARE SPROUTING. He covers them with his sleeves.

Beside him is the door to the Virtual Room.

JUNI  
Not there... anywhere but there. \*

The Thumb Thumbs come RUNNING AROUND ANOTHER CORNER. He has no choice but to ENTER. He stares at the door a beat. \*

JUNI (CONT'D)  
Open the door... and face the fear. \*

He does.

127 INT. FLOOP'S VIRTUAL ROOM - DAY

127

Juni rushes in and slams the door. He turns around.

(CONTINUED)

JUNI

Oh great.

It's as if someone has turned the switch on this place all the way up. It's INSANE. Juni turns to go back out the door, but it falls way back, VERTIGO style, just as the monkey bars in the training room.

Juni reluctantly continues into the room, walking along a SKIN LIKE SURFACE.

JUNI (CONT'D)

Just an illusion. Nothing is real.

Suddenly the ground beneath his feet splits open, revealing TEETH. Juni leaps up to the nose. It's eyes OPEN. We realize he is walking along SOMEONE's face.

FLOOP

Welcome to loneliness...

Juni falls off the face and lands in a cloud. He looks up and sees a MOUNTAINOUS INDEX FINGER rise up from the clouds. It suddenly opens it's EYES, for on the finger pad is a miniature HUMAN FACE. The face of FLOOP.

FLOOP FINGER #1

You there. What's that on your hands?

Juni hides his hands.

JUNI

Nothing.

A SECOND Floop faced finger protrudes up beside it.

FLOOP FINGER #2

Warts, aren't they? From sweaty hands sprout warts. Do you know why you have sweaty hands?

JUNI

From being scared all the time.

A THIRD Finger rises.

FLOOP FINGER #3

I was scared when I was your age. I was scared I'd never be good at anything. Never do anything special. I have warts too! But I found that if you give them an identity, a personality:

(CONTINUED)

A FOURTH Finger rises and says.

FLOOP FINGER #4  
Malice, Fear, Anger, Temptation,  
Conscience... You can understand them.

The last finger on Floop's Giant Hand emerges saying:

FLOOP FINGER #5  
Maybe even control them. The only  
drawback is that once that happens-

The hand pulls out of the cloud completely, attached to  
Floop's giant arm. A 200 foot version of Floop himself now  
stands behind it.

FLOOP  
They take on minds of their own.

He places his black glove back onto his hand.

FLOOP (CONT'D)  
You don't look very scared to me.

JUNI  
That's because I'm mad. I thought FLOOP  
was a genius. Someone creative and  
artistic.

FLOOP  
You did?

JUNI  
You're just MEAN and GREEDY. You  
kidnapped my parents, made psycho robot  
children, and swallowed up my sister!

Floop's face shows his own confusion.

FLOOP  
But I don't want any of that anymore.  
You... you watch my show?

128 INT. FLOOP'S FINGER ROOM - DAY

128

Carmen gets spit out of a trap door. She lands in a pile of  
assorted THUMB THUMB body parts. This is where THUMB THUMBS  
are BUILT and REPAIRED. The FINGERLADY NURSE attends the one  
that had gotten its thumb broken. Several more walk in.  
Carmen hides. Trapped. She looks at the parts. Has an  
idea.

129-1 INT. FLOOP'S CASTLE-CONTROL ROOM - DAY

129-1

On SCREEN, Mr. Lisp and other Financiers sit within a helicopter. Minion has an unseen group behind him.

LISP

I trust this time Floop has a success to show us?

MINION

The Fabulous Floop is away on other business, sir. My name is Alexander Minion. And your success... is right here waiting.

129-2 INT. HELICOPTER

129-2

LISP

I will believe it when I see it.

129-3 INT. FLOOP'S CASTLE-CONTROL ROOM - DAY

129-3

Monitor shuts off. Minion stands, and kisses a woman's hand.

MINION

Welcome back, Ms. Gradenko.

We pan up to GRADENKO, all her hair burned off. The few hairs she has left combed neatly around her head.

GRADENKO

It's good to be back, Alex.

130 INT. FLOOP'S VIRTUAL ROOM - DAY

130

Back to Virtual Room - Floop lies on a psychiatrist's couch made of clouds. Floop has been baring his soul to Juni. He's still a giant, sitting next to the tiny Juni.

JUNI

So Minion is the evil one?

FLOOP

Yes, but I will be blamed. You have every right to be disappointed in me. I am.

Juni pulls out an Electro Gumball and considers it.

JUNI

What would you do if you could shut this thing off and get out of here?

(CONTINUED)

FLOOP

Impossible. It can only be turned off  
from the outside.

Juni tosses the gumball in his mouth and chews.

JUNI

Just suppose.

FLOOP

I'd stop Minion. Stop the robot army.  
Reverse the transmogrifications. Reclaim  
what soul I have left. And hope the  
world forgives me.

JUNI

You're my hero, Floop. So I'm gonna help  
you. And then you're gonna help me.

Another gumball. Juni is chewing hard.

JUNI (CONT'D)

(barely audible)

Minion must be stopped. And I need my  
family back.

FLOOP

One question first. My show. What does  
it need? It needs something desperately  
that I can't figure out. You might be  
able to.

Juni opens his tired jaws and a huge wet glob of chewed  
bubble gum drops into his hand.

JUNI

Children. It needs children.

Floop's face glows. The gum glob begins to spark.

JUNI (CONT'D)

Hold still.

He FLINGS it at FLOOP. It hits him square between the eyes.  
A static BURST flickers the image on and off wildly before  
the entire room shuts down. We see that the room is a  
circular grid made up of green and blue panels. A virtual  
room.

FLOOP is lying on the floor in front of him. Small.  
Ordinary. He leaps to his feet.

(CONTINUED)

FLOOP

Thank you.

JUNI

We've got work to do.

131-1 INT. FLOOP'S CASTLE-HALLWAY - DAY

131-1 \*

Floop exits hastily. Mumbling to himself. Juni follows as best as he can.

FLOOP

Must be stopped. Must be stopped.

A THUMB THUMB leaps out into the hallway cutting off Floop and Juni.

JUNI

Get to the dungeon, I'll take care of this one.

Floop darts down a staircase, as Juni charges!

JUNI (CONT'D)

THIS ONE'S FOR MY SISTER!

The THUMB THUMB MMPPHS and MMMS, as if trying to back up. Juni COLLIDES with it, tackling it to the ground. He stands on it as its "head" thumb falls off. Revealing Carmen.

CARMEN

Ouch.

JUNI

Hola.

131-2 INT. FLOOP'S CASTLE-DUNGEON - DAY

131-2 \*

Carmen and Juni follow FLOOP along the walls of the dungeon stairs, lowering into the dark pit of the dungeon. The cells are dark. Vacant. Floop pokes his head into each one.

MOM

Carmen? Juni?

Mom is calling from the last cell at the end of the hall. Floop rushes over to her cell with the keys.

JUNI

Mom...

Suddenly a large PURPLE ARM juts out from the cell nearest Juni. A chain is fastened around it's wrist.

(CONTINUED)

Carmen pulls Juni away covering his mouth. She tries to drag him to Mom's cage but Juni breaks away, recognizing the creature.

JUNI (CONT'D)

That's my FOogle! The one I drew!

Juni looks closer into the cage. The FOogle has sad eyes. Carmen rushes over to Mom. But can't reach her through the bars. Mom is chained to the center of the cell. Their outstretched hands are inches apart.

FLOOP

Moments away.

Floop is trying to unlock the door. Carmen whips out an ACID CRAYON and draws a quick circle on the bars. The bars fall off and Mom steps out. Her and Carmen hug.

MOM

(stunned)

How did you get here? Were you caught?

CARMEN

Oh mother... I've been skipping school. Going places. Downtown, ferry rides around the city...

MOM

I know, I know. Not now. There'll be time for that when we get home.

CARMEN

...shuttling off to Belize.

MOM

To what? Where did you go?

Carmen reacts. She said too much.

CARMEN

You're right. Let's talk about this when we get home.

MOM

Is that what you want to be, Carmen?  
Free from your family?

CARMEN

I used to. Not anymore.

JUNI

You turned my Dad into a FOogle?

(CONTINUED)

FLOOP

No. I didn't. But I might be able to...  
change him back.

\*  
\*  
\*

132 EXT. FLOOP'S CASTLE - DAY

132

The helicopter has landed. Lisp and his men march up the winding stairs to the GRAND ENTRANCE. Gradenko and her Evil Agents are there to meet and greet.

\*  
\*

133 INT. FLOOP'S CASTLE-GRAND ROOM - DAY

133

Mr. Lisp and the Financiers step inside with Gradenko..  
MINION lounges in Floop's throne. Full of bravado and pride.

\*  
\*

MINION

Gentlemen, your army marches to meet us as we speak. Your faith and patience have meant more than you know. I know I speak for Mr. Floop when I say that the value we place on partnership is...

FLOOP (O.S.)

(over room's speakers)

Minion! This is FLOOP. Please report to the robotics lab at once! We have HUGE MAJOR BIGTIME problems with the robots!

Minion freezes. Glances to Gradenko and her Agents.

LISP

I thought you said Floop wasn't here.

MINION

He's not. Not "here-here." He's in the CASTLE. Just not in this room... here.

\*

FLOOP (O.S.)

A problem, Mr. Minion! As in mucho grande problemo. As in Serious SETBACK!

MINION

I'm gonna just be a moment.

Mr. Lisp stares daggers through Minion as he sprints away.

134-1 INT. FLOOP'S CASTLE-CONTROL ROOM - DAY

134-1

Juni is talking into the Control Room's microphone:

JUNI

(in Floop's voice)

I'm not kidding around here, Minion!

(MORE)

\*

(CONTINUED)

JUNI (CONT'D)

We have a big-time, real-deal, problem  
with these robots! And if you don't get  
down here on the double...

134-2 INT. FLOOP'S CASTLE-HALLWAY

134-2

Minion hurdles down the hall. He lifts up a tiny RECEIVER  
from the floor. The voice was thrown from there. He hears a  
distinct HUM from up the hallway. A surge of electricity.

• MINION

Transmog...

135 INT. FLOOP'S TRANSMOGRIFICATION ROOM - DAY

135

Minion races into the room... EMPTY. Steam rises from one  
of the tables, as if someone was just transmogged.

FLOOP'S VOICE

MINION!

MINION

Where are you?!

JUNI

(in Floop's voice)

Behind you.

Minion spins around at the sound of the booming voice. There  
is JUNI, standing with his arms at his sides. Minion is  
staring at the child, trying to piece it together.

MINION

What do you think you're doing? You're  
supposed to be in line with the others.

JUNI

(imitating Minion)

You're supposed to be in line with the  
others.

MINION

Stop that. Stop that this instant!

JUNI

Stop that. Stop that this instant!

MINION

Stop that... right now.

JUNI

Or what.

(CONTINUED)

A perfect imitation of Dad. Minion gets it. He spins around, and Dad is standing there in his face. Dad is still STEAMING from the Transmog process. \*

MINION

Oh.

We haven't seen Dad look this threatening since the Fake BUTT KICKING he gave Brat's Father back at school.

MINION (CONT'D)

Clever boy you've got there, Cortez.  
Very clever indeed.

DAD

He gets that from his mother.

Mom steps up. None too pleased, either.

MINION

Can I offer some sort of truce? In exchange for your daughter perhaps?

Carmen appears next to them.

CARMEN

Spoken for.

MINION

Oh, there you are. Didn't see you.

Dad GRABS Minion's collar and SPINS him around. Minion falls HARD on the table. Dad STRAPS him in.

DAD

I'm going to show you what happens when you cross the line and involve family.

Mom places the helmet on Minion's head.

DAD (CONT'D)

No, sweetheart, put both helmets on.

Dad takes a few more FOOGLIE sculptures off the shelf and smashes them together, making an indescribable THING. Mom straps the double helmets on Minion's head. \*

MINION

You can't possibly...

DAD

No. But YOU can.

(CONTINUED)

Dad clicks the button on the controller, shoves it in Minion's hand and presses his thumb over the button. \*

DAD (CONT'D)

Don't let go.

They all storm out. We PAN back over to Minion. He looks at the grotesque wax sculpture he will become and smiles mischievously.

MINION

Fools.

CLOSE on his hand as he RELEASES THE BUTTON. We hear the machines kick into overdrive.

136 INT. FLOOP'S CASTLE-HALLWAY -DAY

136

First Mom and Dad step out from around a corner - In tandem, crouched in Judo positions. Then the children step out. Same pose. They all walk stealth like down the hall.

DAD

How did you get here?

JUNI

Flew a plane in. The Beijing Express. \*

(excited, like a little kid)

Whoosh. On manual, Dad. But we had to destroy it in order to land.

Juni shrugs. Dad is lost. \*

DAD

You destroyed what?

JUNI

Hey, so spank me.

They stop in the corner of a hidden hallway where FLOOP awaits them. \*

FLOOP

We've got to keep that army from leaving the castle! Our only chance is to get to the control room, and hope their missions haven't been programmed! \*

MOM

And what if they have?

(CONTINUED)

FLOOP

Then there's no one on earth who can stop them.

\*

Floop gives the "OKAY" sign. They begin single file down the hall. First Floop. Slow and sure steps.

Then Carmen. Then Juni. Mom and Dad are about to go when they hear a noise behind them, they turn around.

\*

Carmen and Juni appear to be BEHIND THEM. Dad blinks. The two children's EYES flash. The Robot Kids GRAB Mom and Dad.

\*

137 INT. FLOOP'S TRANSMOGRIFICATION ROOM - DAY

137

Minion begins to TRANSFORM. Grotesquely misshapen, he is able to BURST FROM HIS BONDS from his sheer size. He stumbles out of the room. We don't see his face.

138 INT. FLOOP'S CASTLE-HALLWAY - DAY

138

FLOOP and KIDS get to the door of the CONTROL ROOM.

\*

JUNI

Where's Mom and Dad?

FLOOP

Get inside!

139 INT. FLOOP'S CASTLE-CONTROL ROOM - DAY

139

They lock themselves in the Control Room. Floop rushes to the control booth and spots Mom and Dad on a monitor.

FLOOP

Your Doppelgangers have them.

JUNI

Can you shut them down from here?

Floop examines the monitors. Clicks a few buttons.

FLOOP

It's too late. The Third Brain has not only been linked to them but to ALL robot children.

CARMEN

Can't you remove it?

FLOOP

We can't just "take" 500 brains out!

(CONTINUED)

CARMEN

So don't. Change their programming.

FLOOP

That would take weeks!

CARMEN

You don't have to rewrite the whole thing. Just two words.

FLOOP

A binary switch, of course. So they'd define right as wrong...

CARMEN

...and wrong as right.

FLOOP

But it's not that simple.

CARMEN

Figure it out. We'll come back for you.

JUNI

Teach them something new!

Floop reacts to that. They leave Floop to work with the computer while they prepare to save Mom and Dad.

140 INT. FLOOP'S CASTLE-GRAND ROOM - DAY

140

Gradenko seats Lisp in the FLOOP THRONE.

LISP

Where is MINION?

GRADENKO

Have a seat, Mr. Lisp, you'll be more comfortable.

LISP

My ARMY, Gradenko, is the only comfort I need.

A huge, misshapen hand lays on Lisp's shoulder. He jumps.

MINION

They're on their way, now, Sir.

Lisp almost coughs up a lung at the sight.

LISP

MINION!? What happened to your head?

(CONTINUED)

140 CONTINUED:

140

The camera PANS around, revealing the transformed Minion.

MINION

(speaking out of 4 mouths)

Don't worry, I think it's reversible.

\*

\*

141 INT. FLOOP'S CASTLE-HALLWAY-BATTLE - DAY

141

CARMEN and JUNI rush down the hall and see Mom and Dad sitting tied back to back in the middle of the hall, their mouths taped and their limbs bound.

\*

Carmen and Juni approach slowly. Carmen pulls a pocket knife and they approach. As they pass camera, Robot Juni and Carmen follow behind them.

Carmen is about to cut the rope when Mom and Dad are yanked up into the ceiling which opens long enough for them to disappear through it.

Carmen and Juni SPIN around to face off their counterparts.

\*

JUNI

Careful. They're stronger and Smarter now.

CARMEN

So are we...

Carmen steps forward. Starting it up. Standoff.

142 INT. FLOOP'S CASTLE-GRAND ROOM - DAY

142

Mom and Dad find themselves being rolled out above the GRAND ROOM. They are released, landing catlike in the middle of the room. Lisp is sitting in the HAND CHAIR.

\*

\*

\*

DAD

I don't know who you are.

PAN over to MINION the MONSTROSITY.

DAD (CONT'D)

I take it you're Minion

Minion GIGGLES. PAN to Gradenko.

DAD (CONT'D)

Ms. Gradenko... I think.

\*

GRADENKO

Oh, it's me alright. I owe my new look to your children.

(CONTINUED)

DAD

(to Mom)

Remind me to raise their allowance.

MOM

Wait till Devlin finds out you've turned traitor. The OSS has no tolerance for Double Agents.

GRADENKO

Oh, I don't think either of you will be in any shape to say anything.

LISP

Minion, I think this would be a good time to see a demonstration of those wonderfully demonic children of yours...

Minion responds cheerily, saying something unintelligible. Sounds a bit like "CERTAINLY."

143 INT. FLOOP'S CASTLE-HALLWAY-BATTLE - DAY

143

Carmen removes her cable belt and straps it to Juni Robot as he charges her. She activates the belt and it ATTACHES to the ceiling instantly PULLING Juni Robot up with it till he SLAMS.

JUNI shoots HIS belt at Carmen Robot, pulling her. He trips her as she goes past, sending her SPRAWLING.

RIP! SHRED! Juni Robot breaks himself off the belt and lands catlike on the floor. Carmen chews an electro shock gum but before she can spit it at him, he tackles her to the floor!

Juni pulls out Silly String and Sprays Carmen Robot with it. She's stuck.

His teeth bared, JUNI ROBOT snaps at Carmen, trying to bite her face. She shoves the charged gum up his nose. ZAP!

Juni Robot short circuits long enough for her to Silly String him...

Carmen and Juni straighten their clothes, high five each other and turn to walk away. Then turn back. That was too easy. Sure enough, now recovered, the ROBOTS glare at them as they tear through the hardened silly string. The whole castle SHAKES with the approach of MARCHING FOOTSTEPS.

(CONTINUED)

CARMEN

Let's go find Mom and Dad, what do you say?

JUNI

Good idea.

They split.

144 INT. FLOOP'S CASTLE- HALLWAY/GRAND ROOM - DAY

144

Carmen and Juni are about to turn down one hall and see the entire ARMY of ROBOT KIDS marching towards them. They go the other way, into the GRAND ROOM.

They see MOM AND DAD being held by several EVIL AGENTS.

DAD

Juni, Carmen! Close your eyes! We don't want you to see this!

The kids close their eyes. We HEAR "WHACK WHACK WHACK."

Carmen and Juni open their eyes. The last AGENT falls at Mom and Dad's feet. The hell knocked out of them.

JUNI

Wow.

145 INT. FLOOP'S CASTLE-GRAND ROOM -DAY

145

THE MAIN DOORS behind them BURST OPEN, revealing the FULL ARMY of ROBOTS, marching from all the way down the hall. CARMEN and JUNI and MOM and DAD stand back to back.

LISP

(ecstatic)

Wonderful, WONDERFUL!

The ROBOTS get into a menacing formation. Then slowly approach the family. ONE Slow synced step at a time.

DAD

Okay. Here's what we do. I'll take the hundred on the right. Ingrid, the hundred on the left. Carmen, you take the hundred center left. Juni center right...

The ROBOTS STOP. Poised. Ready to strike.

(CONTINUED)

145 CONTINUED:

145

JUNI

There's five hundred total, Dad. We need  
one more person.

146 INT. FLOOP'S CASTLE-GRAND ROOM - DAY

146

On cue, THE BIG STAINED GLASS WINDOW CRASHES OPEN and a body  
comes TUMBLING rapidly across the floor. It stops at the  
parents feet and POUNCES into a fighting position.

It's MACHETE.

MACHETE

Hello, little brother.

DAD

Isidor...

ROBOT Juni and ROBOT Carmen enter the room, pushing  
themselves to the front of the crowd to lead the way.

The camera PUSHES in on LISP.

LISP

Children... tear them limb from limb.

The ROBOTS start a faster MARCH.

147 INT. FLOOP'S CASTLE-CONTROL ROOM - DAY

147

We PUSH in on a heavily sweating Floop in the CONTROL ROOM.  
As the events unfold before him on every monitor he mumbles  
to himself rapidly while typing FURIOUSLY.

FLOOP

Children children...what is it that  
makes... child good. How how how... to  
teach them... shaped by man,  
environment... no no no...

Suddenly he stops. A revelation. TYPE TYPE TYPE WHAM!

148 INT. FLOOP'S CASTLE-GRAND ROOM - DAY

148

The SPY KIDS let out a BATTLE CRY and CHARGE!

MOM, DAD, MACHETE, CARMEN AND JUNI GET READY TO GO TO BLOWS,  
THEN TURN AND HOLD ONE ANOTHER, EYES CLOSED.

The SPY KIDS charge RIGHT PAST THEM. Lisp's smile drops. WE  
SEE the entire DAIS get covered with children. The family  
OPENS their EYES. Their jaws agape at the sight.

(CONTINUED)

We SEE the bodies of Lisp and Gradenko and the Minion Monstrosity being tossed HIGH above the heads of the child robots. VOLLEYED about like beach balls.

MACHETE grabs Dad. Dad looks back at his estranged brother. Dad wears a smile but for a moment. Then...

DAD

Why'd you come back?

An uneasy face-off. Carmen and Juni are held in suspense.

MACHETE

For the same reason I left to begin with. YOU, bro.

Dad nods. They shake hands, then hug.

JUNI

(leaning to Carmen)

We have anything to do with that?

CARMEN

Sometimes we just have to accept one another. Warts and all...

Juni sees FLOOP at the Door of the Grand Room, peacefully beaming.

JUNI

Don't get mushy.

Juni strides confidently over to Floop.

JUNI (CONT'D)

So what did you teach them?

FLOOP

It's not what we can teach children. But what they can teach us. You won today, Juni. And not because you were the biggest and the strongest. But because you were pure of heart and of mind. You shall see... I've only begun to learn.

Mom and Dad walk together towards their kids. Arm in arm.

MOM

Well, we went on the old fashioned adventure I always wanted... and we didn't do one thing right.

Dad motions to their children.

(CONTINUED)

DAD

No. We did two things right.

Mom and Dad squat down to talk to the kids.

DAD (CONT'D)

There's something we'd like to tell you two.

MOM

Your father and I ... We're secret agents.

Mom and Dad hold out their hands and clasp them together.

CARMEN

We have something to tell you...

Mom and Dad lean in. Carmen and Juni place their hands on Mom and Dad's.

JUNI

We're secret agents, too.

They wink. Dad lifts Juni, and the family strides heroically down the hall together. Floop watches them go.

From over Dad's shoulder, Juni reaches his hand out to Floop. Floop reaches out as well. Juni waves goodbye. So does Floop.

149 INT. FLOOP'S TRANSMOGRIFICATION ROOM - DAY

149

Carmen and Juni and Machete look on as Floop works his clay, molding normal faces of Felix and the others. Finished, he steps to the transmog slab and unhooks Felix, human once more. And delirious.

FELIX

I think I'm officially retiring from being your uncle.

Juni beams at his cool Uncle Machete.

JUNI

That's alright. The position's already been filled.

150 INT/ CORTEZ HACIENDA-KITCHEN/BREAKFAST ROOM -DAY

150

Juni removes his bandages. No warts. Tosses them in the kitchen trash.

(CONTINUED)

The TV plays news footage of a Robot KID saving firefighters from a burning building. Another saving people from a flood.

JUNI

Floop's kids are at it again.

NEWSCASTER

Eight more incidents witnessed today, all in different countries of yet another group of children that have done some incredible good deeds. It seems a day doesn't go by that another amazing child...

Juni sits, and we reveal the full Cortez family around the table. Dad and Machete fight over the morning paper:

MACHETE

No, I get the front page and the international section. And the business section, gotta have the business section.

DAD

I thought you closed down your shop?

MACHETE

I gotta keep tabs on free enterprise.

CARMEN

Boys! Could we please eat breakfast!?

Carmen looks down at her pancakes. An INCREDIBLY HAPPY FACED stack of pancakes. Carmen looks up at Mom who is so happy she can't stand it.

Juni changes the channel to FLOOP'S SHOW.

151 INT. FLOOP'S STUDIO - DAY

151

There are two children standing beside Floop. An ANNOUNCER'S voice introduces the NUMBER ONE CHILDRENS SHOW in the WORLD: FLOOP'S FOGLIES. We pull back from a dancing MINION in a circle of THUMBS.

FLOOP

Good morning my children! I'd like you to meet two NEW characters on our show. This is Carmenita, and Junito.

CLOSE on Carmenita and Junito as they wave. Beaming. Their eyes SPARK a CALMING ELECTRIC.

152-1 INT. OSS DIRECTOR'S OFFICE

152-1

The TV suddenly goes fuzzy. An instant later, an IMAGE of the OSS Director's Office, DEVLIN appears. \*

DEVLIN

Cortezes! Thank God! There's an emergency assignment that's come up in the Far East. I need you on it right away.

152-2 INT. CORTEZ HACIENDA-KITCHEN/BREAKFAST ROOM

152-2

MOM

Sorry Devlin, we haven't talked about this as a family yet.

DAD

Whether we come out of retirement... that's a decision that's up to us, and our kids.

DEVLIN

I don't mean you. I mean Carmen and Juni. I have an assignment for them. They're the ones we need.

The adults stare, dumbfounded. \*

JUNI

Devlin, if you want the Cortezes, you take all the Cortezes. Even Mom and Dad. \*

CARMEN

From now on, whatever we do, we do together. Spy work is easy. Keeping a family together? That's difficult. \*

She and Juni thrust their fists toward camera. Showing brand new silver OSS rings for both of them. Mom, Dad and Machete all follow suit. 5 gleaming SILVER RINGS, and as the hands all clasp... \*

CARMEN (CONT'D)

That's a mission worth fighting for.

CUT TO BLACK.